



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

Public Disclosure

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Community Reinvestment Act Performance Evaluation

**AMCORE Bank, National Association
Charter Number: 13652**

**501 Seventh Street
Rockford, Illinois 61110**

Office of the Comptroller of the Currency

**Midsized Bank Supervision
440 South LaSalle Street, Suite 2700
Chicago, Illinois 60605**

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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Overall CRA Rating

Institution’s CRA Rating: This institution is rated **Satisfactory**.

The following table indicates the performance level of **AMCORE Bank, N. A.** with respect to the Lending, Investment, and Service Tests:

Performance Levels	AMCORE Bank, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory	X		X
Low Satisfactory		X	
Needs to Improve			
Substantial Noncompliance			

* The Lending Test is weighted more heavily than the Investment and Service Tests when arriving at an overall rating.

The major factors that support this rating include:

- AMCORE Bank, N.A.’s geographic distribution of loans is good. The bank had a good level of home mortgage lending and a good level of small loans to businesses in low- and moderate-income geographies.
- AMCORE Bank, N.A.’s borrower distribution of loans is good. The distribution of loans to borrowers of different incomes reflects a good level of home mortgage lending to low- and moderate-income individuals. Lending to businesses of different sizes indicates a good level of lending to businesses with revenue of \$1 million or less.
- AMCORE Bank, N.A. provides a good level of community development lending. The level of community development lending had a positive impact on the overall lending test rating for each state.
- AMCORE Bank, N.A. provides a good level of community development services. The bank’s delivery systems are accessible to geographies and individuals of different income levels.
- AMCORE Bank, N.A. has an adequate level of qualified investments considering community needs, opportunities available, and the bank’s size and financial capability.

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Aggregate Lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Census Tract (CT): A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community Development: Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Community Reinvestment Act (CRA): The statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Consumer Loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, the disposition of the application (e.g., approved, denied, and withdrawn). Beginning in 2004, the reports also include data on loan pricing, the lien status of the collateral, any requests for preapproval and loans for manufactured housing.

Home Mortgage Loans: Such loans include home purchase, home improvement and refinancings, as defined in the HMDA regulation. These include loans for multifamily (five or more families) dwellings, manufactured housing and one-to-four family dwellings other than manufactured housing.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-Income: Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget and any other area designated as such by the appropriate federal financial supervisory agency.

Metropolitan Division (MD): As defined by Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an

employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

Metropolitan Statistical Area: An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

Middle-Income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography.

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multifamily: Refers to a residential structure that contains five or more units.

Other Products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

Owner-Occupied Units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rated Area: A rated area is a state or multi-state metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multi-state metropolitan area, the institution will receive a rating for the multi-state metropolitan area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Tier One Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income: Individual income that is more than 120 percent of the area median income, or a median family income that is more than 120 percent, in the case of a geography.

Description of Institution

AMCORE Bank, N.A. (AMCORE) is a nationally chartered, interstate bank headquartered in Rockford, Illinois. AMCORE operates 76 offices. The main office and 53 branch locations are in northern Illinois and the remaining 22 branches are located in southern Wisconsin. AMCORE has offices in the following communities: Rockford, Freeport, Dixon, Sterling/Rock Falls, Des Plaines, St Charles, Lincolnshire, and Elgin, Illinois. In Wisconsin, locations include Madison, Darlington, and Clinton.

All of the bank's offices are full-service facilities that offer traditional deposit and loan products. Branches and automated teller machines (ATMs) are located throughout the assessment area (AA), including low- and moderate-income geographies. Deposit-taking ATMs are located at the main office and most of the branch offices in Illinois and Wisconsin.

AMCORE is a wholly owned subsidiary of **AMCORE Financial, Inc.** (AFI). While the bank is the largest entity in AFI, there are three other affiliates. These affiliates include a nationally chartered trust company, a full-service broker/dealer, and an inactive subsidiary for consumer lending. As of June 30, 2006 AFI's consolidated assets totaled approximately \$5.4 billion. None of the affiliated companies have an impact on the bank's CRA performance.

As of June 30, 2006, AMCORE has total assets of approximately \$5.4 billion, total loans of \$3.9 billion, total deposits of \$4.2 billion, and Tier One capital of \$413 million. The bank offers traditional commercial and retail banking services with a loan portfolio representing 71 percent of the bank's total assets as of June 30, 2006. The majority of the loan portfolio is real estate secured. Approximately 32 percent of the portfolio is commercial real estate loans, 17 percent is 1-4 family residential loans, 17 percent is construction and land development, and 6 percent is multifamily residential loans. The remainder of the portfolio is mainly commercial lending (15 percent) and consumer loans (8 percent). The bank is not active in agricultural lending, with 1 percent of its loan portfolio comprised of agricultural loans. Therefore the bank's performance in agricultural lending is not being considered as part of this evaluation.

AMCORE has three subsidiaries. These subsidiaries include two subsidiaries involved in investing in real estate investment trusts, and a subsidiary that holds the bank's investment portfolio. These subsidiaries do not have an impact on AMCORE's capacity to meet community credit needs.

There are no legal, financial, or other factors impeding the bank's ability to help meet the credit needs in its AAs. AMCORE's previous CRA rating as of September 8, 2003 was Satisfactory using Large Bank CRA evaluation procedures.

Scope of the Evaluation

Evaluation Period/Products Evaluated

We reviewed AMCORE's originations and purchases of home mortgage loans and small loans to businesses for the time period of January 1, 2003 through December 31, 2005. Community development loans originated between September 8, 2003 and October 2, 2006 were also reviewed. Due to changes in the definitions of metropolitan areas in 2003, we separated the 2003 lending data from the 2004 and 2005 data. The conclusions for each analysis were given in this report.

Our review of investments included an analysis of the investment portfolio and the donations and grants made between September 8, 2003 and October 2, 2006. We considered investments and donations or grants to organizations that have community development as their primary purpose.

Our evaluation of bank services included analyzing the bank's branch and ATM network for the availability and effectiveness of delivering retail banking services. We analyzed the effect of changes in branch locations since January 2004. We also considered the extent and innovativeness of the bank's community development services in meeting the credit needs of its AAs. This analysis covered the period between January 1, 2003 and August 30, 2006.

Data Integrity

We verified a sample of Home Mortgage Disclosure Act (HMDA) reported loans and small loans to businesses to determine the accuracy of data presented by the bank. We reviewed the sample of HMDA-reportable transactions to ensure the purpose, action taken, location, race, gender, applicant income, and loan size were accurately included on AMCORE's Loan Application Registers for 2003, 2004, and 2005. This data was determined to be accurate.

We reviewed the sample of small loans to businesses to ensure the loan type, original amount, location, and gross revenue were accurately reported. This data was determined to be accurate. As a result, we were able to rely on the bank's data to make an appropriate and accurate assessment of the bank's performance under the Community Reinvestment Act.

We reviewed information on bank-identified community development loans, qualified investments, and community development services to verify that the activities met the regulatory definitions. AMCORE's list of community development activities included loans, investments, and services that did not meet the definition. We used corrected lists for our analyses.

Selection of Areas for Full-Scope Review

Our analysis included full-scope examination procedures for the Rockford IL MA and the Non MA IL AA in Illinois. For the State of Wisconsin, we used full-scope examination procedures for the Non MA WI AA and the Madison WI MD.

We performed limited-scope examination procedures in the Chicago and Lake County MDs in Illinois and the Milwaukee MD in Wisconsin. Activity in these areas has been minimal. The Chicago MD accounts for approximately 18 percent of the bank's total loans, and the Lake County MD represents less than 1 percent. The Milwaukee MD accounts for less than 1 percent of the bank's WI loans. Please refer to the table in Appendix A for additional information on the scope of our review.

Ratings

AMCORE's overall rating is a blend of the state ratings. In determining the overall rating, the state of Illinois rating received the highest weighting. Based on the bank's overall lending activity in each state, Illinois has the largest number of loans in the evaluation period.

The state ratings are based primarily on those areas that received full-scope reviews. Refer to the "Scope" section under each state rating for details regarding how the areas were weighted in arriving at the overall state rating.

In determining the performance for the lending test in each AA, the mix of home mortgage loans and small loans to businesses was considered. In each AA, the volume of home mortgage loans exceeded the small loans to businesses and was given more weight in the conclusions. Within home mortgage lending, the mix of home purchase, home improvement, and home refinance loans was also considered.

For the Rockford MD, the level of home purchase lending was a majority of the home mortgage lending and was given the most weight in the conclusions. For the Non MA IL AA, the level of home refinance loans was a majority of the home mortgage lending and was given the most weight. For the Madison MD and the Non MA WI AA, home purchase lending was a majority of the home mortgage lending and was given the most weight.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of illegal discrimination or other illegal credit practices.

State Rating

State of Illinois

CRA Rating for Illinois:	Satisfactory
The Lending Test is rated:	High Satisfactory
The Investment Test is rated:	Low Satisfactory
The Service Test is rated:	High Satisfactory

The major factors that support this rating include:

- AMCORE's geographic distribution of loans is good for both the Rockford MD and the Non MA IL area. The bank had an adequate level of home mortgage lending and an excellent level of small loans to businesses in low- and moderate-income geographies in the Rockford MD. In the Non MA IL area, the level of home mortgage lending was excellent, and the level of small loans to businesses in low- and moderate-income geographies was good.
- AMCORE's borrower distribution of loans is good for the Rockford MD and the Non MA IL AA. The distribution of loans to borrowers of different incomes in both AAs reflects an excellent level of home mortgage lending to low- and moderate-income individuals. Lending to businesses of different sizes in the Rockford MD shows an adequate level of lending to businesses with revenue of \$1 million or less. Lending to businesses of different sizes in the Non MA IL AA shows a good level of lending to businesses with revenues of \$1 million or less.
- The level of community development lending has a positive impact on the bank's lending test rating. Over the rating period, the bank made 41 community development loans totaling \$33 million.
- AMCORE provides a good level of community development services in the Rockford MD and an adequate level of services in the Non MA IL area. The bank's delivery systems are readily accessible to geographies and individuals of different income levels in the Rockford MD. The bank's delivery systems are reasonably accessible in the Non MA IL AA.
- AMCORE has an adequate level of qualified investments considering community needs, opportunities available throughout both AAs, and the bank's size and financial capability.

Description of Institution's Operations in Illinois

AMCORE's AA in the state of Illinois consists of the entire Rockford, IL MD 40420, portions of the Chicago MD 16974, portions of the Lake County MD 29404, and one Non MA area. The Chicago MD area includes portions of Kane, DuPage, and Cook Counties. The Lake County MD area includes portions of Lake County, IL. The Non MA IL area includes portions of six counties in northern Illinois. Larger cities in these areas are Rockford, Freeport, Princeton, Dixon, Elgin, Des Plaines, Lincolnshire, and Sterling/Rock Falls.

The bank operates 54 offices within the state. Fourteen are in the Rockford MD (two in low-income geographies, two in moderate-income geographies, eight in middle-income geographies, and two in upper-income geographies). Twenty-one are in the Chicago MD (two in moderate-income geographies, nine in middle-income geographies and ten in upper-income geographies). The Lake County MD has four branches (one in a middle-income geography, and three in upper-income geographies). There are 15 branches in the Non MA IL area (eleven in middle-income geographies and four in upper-income geographies).

The bank operates 44 deposit-taking ATMs in Illinois. Sixteen deposit-taking ATMs are divided among the main office and fifteen of the branches. The twenty-eight offsite deposit-taking ATMs are located at local gas stations, grocery stores, and retail businesses.

Illinois offices comprise 88 percent of AMCORE's total deposits. The Rockford MD is responsible for 51 percent of the Illinois deposits. According to the FDIC's June 30, 2006 deposit market share report, AMCORE holds 1.37 percent and rank's 14th in deposit market share out of the 333 FDIC insured financial institutions with branches in the same sixteen county area. The top three banks hold a total of 38 percent of the area deposits and the other 330 institutions hold the remaining 62 percent, ranging from approximately three percent to less than 0.01 percent. The bank has both nationwide and smaller community banks as competitors. Major competitors in the area include JP Morgan Chase, Alpine Bank, US Bank, Citizens First National Bank, and National City Bank.

AMCORE's Illinois offices account for 73 percent of the total number and 71 percent of the total dollars of loans. The Rockford MD is responsible for 45 percent of the number and 42 percent of the dollars of Illinois loans. Seventy-five percent of AMCORE's total number and 68 percent of AMCORE's total dollars of home mortgage loans are originated/purchased in Illinois. Seventy-two percent of AMCORE's total number and 77 percent of AMCORE's total dollars of small loans to businesses are originated/purchased in Illinois.

Refer to the Market Profiles for the state of Illinois in Appendix C for detailed demographics and other performance context information for AAs that received full-scope reviews.

Scope of Evaluation in Illinois

Our analysis included full-scope examination procedures for the Rockford MD and Non MA IL AA. Limited-scope examination procedures were used for the Chicago MD and the Lake County MD. Approximately 11 percent of the bank's loans were made in the Chicago MD and less than 1 percent in the Lake County MD. Please refer to the table in Appendix A for additional information on the scope of our review.

We conducted one community contact interview in the Rockford MD and one in the Non MA IL area during our examination. We contacted a community development corporation in Rockford, Illinois. The contact indicated that one of the primary credit needs for the area was small business lending. We contacted an economic development organization located in the Non MA IL area. This contact indicated that small business lending was a credit need in this area.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in Illinois is High Satisfactory. Based on full-scope review, the bank's performance in the Rockford MD is good. Based on a full-scope review, the bank's performance in the Non MA IL AA is good.

Lending Activity

Refer to Table 1 Lending Volume in the state of Illinois section of Appendix D for the facts and data used to evaluate the bank's lending activity. To provide perspective regarding the relative levels of lending volume in each AA, we also compared the bank's deposit market rank and market share to its market rank and market share for each loan product. Because of the large number of lenders in each AA (refer to Market Profiles in Appendix C), we based our analysis on the bank's percentile rankings in the loan and deposit markets rather than the actual values of market share and market rank.

Rockford MD 2004-2005

During this evaluation period, AMCORE extended 3,028 home mortgage loans, 974 small loans to businesses, and 19 small loans to farms for a total number of reported loans of 4,021 totaling approximately \$464 million in the Rockford MD. Of these, 75 percent were home mortgage loans, 24 percent were small loans to businesses, and 1 percent were small loans to farms. Small loans to farms are not a primary business line of AMCORE and are not being considered as part of the evaluation.

Among home mortgage loan originations and purchases, 32 percent were for home mortgage refinance loans, 53 percent were for home purchase loans, 13 percent were for home improvement loans, and 1 percent were multifamily loans. Multifamily loans are not a primary business line and are not being considered as part of the evaluation.

AMCORE's lending activity reflects excellent responsiveness to credit needs in the Rockford MD. The bank's market share percentile ranking for home purchase loans, home improvement loans, and home refinance loans equals its percentile ranking for deposit market share. The percentile ranking for small loans to businesses is slightly below its percentile ranking for deposit market share.

FDIC deposit market share data as of June 30, 2006 shows that the bank ranks at the 99th percentile for deposit market share in the Rockford MD. Based on 2004 aggregate Home Mortgage Disclosure Act (HMDA) data for the AA, the bank ranks at the 99th percentile for home purchase loans, the 99th percentile for home improvement loans, and the 99th percentile for home refinance loans. According to 2005 aggregate small business loan data, the bank ranks at the 91st percentile for small loans to businesses in the AA. All of the small business lenders with greater market share are large nationwide credit card lenders.

Rockford MD 2003

During this evaluation period, AMCORE extended 3,155 home mortgage loans, 534 small loans to businesses, and 10 small loans to farms for a total number of reported loans of 3,699 totaling approximately \$422 million in the Rockford MD. Of these, 85 percent were home mortgage loans, 14 percent were small loans to businesses, and less than 1 percent were small loans to farms. Small loans to farms are not a primary business line of AMCORE and are not being considered as part of the evaluation.

Among home mortgage loan originations and purchases, 66 percent were for home mortgage refinance loans, 28 percent were for home purchase loans, six percent were for home improvement loans, and less than 1 percent were multifamily loans. Multifamily loans are not a primary business line and are not being considered as part of the evaluation.

AMCORE's lending activity reflects excellent responsiveness to credit needs in the Rockford MD. The bank's market share percentile ranking for home purchase loans, home improvement loans, and home refinance loans exceeds its percentile ranking for deposit market share. The percentile ranking for small loans to businesses equals its percentile ranking for deposit market share.

FDIC deposit market share data as of June 30, 2003 shows that the bank ranks at the 96th percentile for deposit market share in the Rockford MD. Based on 2003 aggregate Home Mortgage Disclosure Act (HMDA) data for the AA, the bank ranks at the 99th percentile for home purchase loans, the 99th percentile for home improvement loans, and the 99th percentile for home refinance loans. According to 2003 aggregate small business loan data, the bank ranks at the 96th percentile for small loans to businesses in the AA. All of the small business lenders with greater market share are large nationwide credit card lenders.

Non MA IL AA 2004-2005

During this evaluation period, AMCORE extended 1,951 home mortgage loans, 570 small loans to businesses, and 635 small loans to farms for a total number of reported loans of 3,156 totaling \$299 million. Of these 5,946 reported loans, 68 percent were home mortgage loans, 17 percent were small loans to businesses, and 15 percent were small loans to farms. Small loans to farms are not a primary business line for AMCORE and are not being considered as part of this evaluation.

Of the 1,951 home mortgage loans, 40 percent were home purchase loans, 18 percent were home improvement loans, 41 percent were home mortgage refinance loans, and less than 1 percent were multifamily loans. Multifamily loans are not a primary business line of AMCORE and are not being considered as part of this evaluation.

AMCORE's overall lending activity reflects excellent responsiveness to credit needs in the Non MA IL AA. The bank's market share percentile ranking for home purchase, home improvement and home refinance loans equals the deposit market share. For small loans to businesses, the percentile ranking slightly below the deposit market share.

FDIC deposit market share data as of June 30, 2006 shows that the bank ranks first (99th percentile) for deposit market share in the Non MA IL AA. Based on 2004 aggregate HMDA data for the AA, the bank ranks at the 99th percentile for home purchase loans, in the 99th percentile for home improvement loans, and the 99th percentile for home refinance loans. According to 2005 aggregate small business loan data, the bank ranks at the 92nd percentile for small loans to businesses in the AA. All of the small business lenders with greater market share are large nationwide credit card lenders.

Non MA IL AA 2003

During this evaluation period, AMCORE extended 1,440 home mortgage loans, 313 small loans to businesses, and 326 small loans to farms for a total number of reported loans of 2,079 totaling \$191 million. Of these 2,079 reported loans, 69 percent were home mortgage loans, 15 percent were small loans to businesses, and 16 percent were small loans to farms. Small loans to farms are not a primary line of business for AMCORE and are not being considered as part of this evaluation.

Of the 1,440 home mortgage loans, 22 percent were home purchase loans, 11 percent were home improvement loans, 67 percent were home mortgage refinance loans, and less than 1 percent were multi-family loans. Multi-family loans are not a primary business line of AMCORE and are not being considered as part of this evaluation.

AMCORE's overall lending activity reflects excellent responsiveness to credit needs in the Non MA IL AA. The bank's market share percentile ranking for home purchase, home improvement and home refinance loans equals the deposit market share. For small loans to businesses, the percentile ranking is slightly below the deposit market share.

FDIC deposit market share data as of June 30, 2003 shows that the bank ranks first (99th percentile) for deposit market share in the Non MA IL AA. Based on 2003 aggregate HMDA data for the AA, the bank ranks at the 99th percentile for home purchase loans, in the 99th percentile for home improvement loans, and the 99th percentile for home refinance loans. According to 2003 aggregate small business loan data, the bank ranks at the 94th percentile for small loans to businesses in the AA. All of the small business lenders with greater market share are large nationwide credit card lenders.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

The bank's geographic distribution of home mortgage loans in Illinois is good. The bank's geographic distribution of home mortgage loans in the Rockford MD is adequate. The geographic distribution of home mortgage loans in the Non MA IL AA is excellent. Refer to Tables 2, 3, and 4 in the state of Illinois of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loans.

Rockford MD 2004-2005

AMCORE's geographic distribution of home purchase loans is adequate. The percentage of the bank's loans in low-income geographies is somewhat below the percentage of owner-occupied units in low-income geographies. The bank's percentage of loans in moderate-income geographies is somewhat below the percentage of owner-occupied units in those geographies. The bank's market share for both low- and moderate-income geographies is below the bank's overall market share for home purchase loans.

The opportunity to make home purchase loans in the low-income geographies is limited. There are only 1,220 owner-occupied units in these geographies. Competition for these loans is strong, with 355 lenders competing for these loans. AMCORE's total loan volume in these geographies places them third of the 355 lenders.

AMCORE's geographic distribution of home improvement loans is excellent. The bank's percentage of loans in low-income geographies is near to the percentage of owner-occupied units. The bank's percentage of loans in moderate-income geographies exceeds the percentage of owner-occupied units. The bank's market share for low-income geographies is below the overall market share. The bank's market share for moderate-income geographies exceeds the overall market share.

The opportunity to make home improvement loans in the low-income geographies is limited. There are only 1,220 owner-occupied units in these geographies. Competition for these loans is strong, with 118 lenders competing for these loans. AMCORE's total loan volume in these geographies places them first of the 118 lenders.

AMCORE's geographic distribution of home refinance loans is adequate. The percentage of the bank's loans in low-income geographies is below the percentage of owner-occupied units in low-income geographies. The bank's percentage of loans in moderate-income geographies is also below the percentage of owner-occupied units in those geographies. The bank's market share for both low- and moderate-income geographies is below the bank's overall market share for home refinance loans.

The opportunity to make home refinance loans in the low-income geographies is limited. There are only 1,220 owner-occupied units in these geographies. Competition for these loans is strong, with 365 lenders competing for these loans. AMCORE's total loan volume in these geographies places them third of the 365 lenders.

Rockford MD 2003

AMCORE's geographic distribution of home purchase loans is adequate. The percentage of the bank's loans in low-income geographies is somewhat below the percentage of owner-occupied units in low-income geographies. The bank's percentage of loans in moderate-income geographies is somewhat below the percentage of owner-occupied units in those geographies. The bank's market share for low-income geographies is significantly below the bank's overall market share for home purchase loans. The bank's market share for moderate-income geographies is somewhat below the bank's overall market share for home purchase loans.

The opportunity to make home purchase loans in the low-income geographies is limited. There are only 1,421 owner-occupied units in these geographies. Competition for these loans is strong, with 335 lenders competing for these loans. AMCORE's total loan volume in these geographies places them second of the 335 lenders.

AMCORE's geographic distribution of home improvement loans is excellent. The bank's percentage of loans in low-income geographies is significantly above the percentage of owner-occupied units. The bank's percentage of loans in moderate-income geographies exceeds the percentage of owner-occupied units. The bank's market share for low- and moderate-income geographies is significantly above the overall market share.

AMCORE's geographic distribution of home refinance loans is adequate. The percentage of the bank's loans in low-income geographies is somewhat below the percentage of owner-occupied units in low-income geographies. The bank's percentage of loans in moderate-income geographies is also below the percentage of owner-occupied units in those geographies. The bank's market share for low-income geographies is above the overall market share for home refinance loans. Market share for moderate-income geographies is somewhat below the bank's overall market share for home refinance loans.

The opportunity to make home refinance loans in the low-income geographies is limited. There are only 1,421 owner-occupied units in these geographies. Competition for these loans is strong, with 401 lenders competing for these loans. AMCORE's total loan volume in these geographies places them first of the 401 lenders.

Non MA IL AA 2004-2005

The bank's geographic distribution of home mortgage loans is excellent. There are no low-income geographies in the Non MA IL AA; therefore, this analysis only addresses the bank's performance in the moderate-income geographies.

The geographic distribution of home purchase loans is excellent. The percentage of home purchase loans made in the moderate-income geographies meets the percentage of owner-occupied units in those geographies. The market share for home purchase loans made in the moderate-income geographies exceeds the overall market share.

The geographic distribution of home improvement loans is excellent. The percentage of home improvement loans made in the moderate-income geographies is significantly above the percentage of owner-occupied units in those geographies. The market share for home

improvement loans made in the moderate-income geographies is significantly above the bank's overall market share for these loans.

The geographic distribution of home refinance loans is excellent. The percentage of home refinance loans made in the moderate-income geographies exceeds the percentage of owner-occupied units in those geographies. The market share for home refinance loans made in the moderate-income geographies is well above the bank's overall market share for these loans.

Non MA IL AA 2003

The bank's geographic distribution of home mortgage loans is excellent. There are no low-income geographies in the Non MA IL AA; therefore, this analysis only addresses the bank's performance in the moderate-income geographies.

AMCORE's geographic distribution of home purchase loans is excellent. The percentage of the bank's loans in moderate-income geographies exceeds the percentage of owner-occupied units in moderate-income geographies. The bank's market share for moderate-income geographies is well above the bank's overall market share for home purchase loans.

AMCORE's geographic distribution of home improvement loans is excellent. The bank's percentage of loans in moderate-income geographies is significantly above the percentage of owner-occupied units. The bank's market share for moderate-income geographies is significantly above the overall market share.

The geographic distribution of home refinance loans is good. The percentage of home refinance loans made in the moderate-income geographies is near to the percentage of owner-occupied units in those geographies. The market share for home refinance loans made in the moderate-income geographies is well above the bank's overall market share for these loans.

Multifamily Loans

The number of multifamily loans made during the evaluation period is not significant. An analysis of these loans would not be meaningful.

Small Loans to Businesses

The bank's distribution of small loans to businesses throughout various geographies in Illinois is excellent. The bank's geographic distribution of small loans to businesses in the Rockford MD is excellent. The distribution in the Non MA IL AA is good. Refer to Table 6 in the state of Illinois of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's small loans to businesses.

Rockford MD 2004-2005

AMCORE's geographic distribution is excellent for small loans to businesses in the Rockford MD. The percentage of small loans to businesses in low-income geographies exceeds the percentage of small businesses within those geographies. The percentage of small loans to businesses made in moderate-income geographies significantly exceeds the percentage of

small businesses in those geographies. The bank's market share in both low- and moderate-income geographies exceeds its overall market share.

Rockford MD 2003

AMCORE's geographic distribution is good for small loans to businesses in the Rockford MD. The percentage of small loans to businesses in low-income geographies is somewhat below the percentage of small businesses within those geographies. The percentage of small loans to businesses made in moderate-income geographies significantly exceeds the percentage of small businesses in those geographies. The bank's market share in low-income geographies is near to the bank's overall market share. The bank's market share in moderate income geographies significantly exceeds the bank's overall market share.

Non MA IL AA 2004-2005

The bank's geographic distribution of small loans to businesses is good. There are no low-income geographies in the Non MA IL AA. The percentage of small loans to businesses made in the moderate-income geographies is near to the percentage of businesses in those geographies. The market share for small loans to businesses made in the moderate-income geographies is slightly above the bank's overall market share for these loans.

Non MA ILAA 2003

The bank's geographic distribution of small loans to businesses is adequate. There are no low-income geographies in the Non MA IL AA. The percentage of small loans to businesses made in the moderate-income geographies is somewhat below the percentage of businesses in those geographies. The market share for small loans to businesses made in the moderate-income geographies is somewhat below the bank's overall market share.

Lending Gap Analysis

Rockford MD 2004-2005

No conspicuous unexplained lending gaps were noted. Based on a review of relevant reports that overlay the volume of the bank's home mortgage loans and small loans to businesses by geography, no conspicuous gaps exist in low- and moderate-income areas.

Rockford MD 2003

No conspicuous unexplained lending gaps were noted. Based on a review of relevant reports that overlay the volume of the bank's home mortgage loans and small loans to businesses by geography, no conspicuous gaps exist in low- and moderate-income areas.

Non MA IL AA 2004-2005

No conspicuous unexplained lending gaps were noted. Based on a review of relevant reports that overlay the volume of the bank's home mortgage loans and small loans to businesses by geography, no conspicuous gaps exist in low- and moderate-income areas.

Non MA IL AA 2003

No conspicuous unexplained lending gaps were noted. Based on a review of relevant reports that overlay the volume of the bank's home mortgage loans and small loans to businesses by geography, no conspicuous gaps exist in low- and moderate-income areas.

Inside/Outside RatioIllinois 2004-2005

A substantial majority (90 percent) of small loans to businesses and home mortgage loans that were originated and purchased in Illinois over the evaluation period were within AMCORE's AA. Eighty-eight percent of the bank's small loans to businesses and 93 percent of the bank's home mortgage loans were within the bank's Illinois AAs. The inside/outside ratio analysis was performed at the state level and included all bank originations and purchases in Illinois. This performance was positively factored into the overall analysis of the bank's geographic distribution of lending by income level of geography.

Illinois 2003

A majority (74 percent) of small loans to businesses and home mortgage loans that were originated and purchased in Illinois over the evaluation period were within AMCORE's AA. Seventy-one percent of the bank's small loans to businesses and 77 percent of the bank's home mortgage loans were within the bank's Illinois AAs. The inside/outside ratio analysis was performed at the state level and included all bank originations and purchases in Illinois. This performance was positively factored into the overall analysis of the bank's geographic distribution of lending by income level of geography.

Distribution of Loans by Income Level of the Borrower***Home Mortgage Loans***

The bank's distribution of home mortgage loans is excellent among borrowers of different income levels in Illinois. The borrower distribution of loans in the Rockford MD is excellent. The distribution in the Non MA IL AA is excellent. Refer to Tables 8, 9, and 10 in the State of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loans.

Rockford MD 2004-2005

AMCORE's distribution of home purchase loans to borrowers of different income levels is excellent. The percentage of loans to low-income individuals is somewhat below the percentage of low-income families in the AA. However, the nine percent poverty level significantly limits the bank's opportunity to make home purchase loans. The percentage of loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home purchase loans to low-income individuals exceeds the bank's overall market share. The bank's market share for loans to moderate-income individuals is somewhat below the overall market share.

AMCORE's distribution of home improvement loans to borrowers of different income levels is excellent. The percentage of loans to low-income individuals is near to the percentage of low-income families in the AA. In addition, the nine percent poverty level significantly limits the bank's opportunity to make home improvement loans. The percentage of loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home improvement loans to both low- and moderate-income individuals significantly exceeds the bank's overall market share.

The borrower distribution of home refinance loans is excellent. The percentage of loans to low-income individuals is near to the percentage of low-income families in the AA. In addition, the nine percent poverty level significantly limits the bank's opportunity to make loans to low-income individuals. The percentage of loans to moderate-income individuals exceeds the percentage of moderate-income families in the AA. The bank's market share for home refinance loans to low-income borrowers exceeds its overall market share. The market share for home refinance loans to moderate-income borrowers is somewhat below the overall market share.

Rockford MD 2003

AMCORE's distribution of home purchase loans to borrowers of different income levels is excellent. The percentage of loans to low-income individuals is somewhat below the percentage of low-income families in the AA. However, the nine percent poverty level limits the bank's opportunity to make home purchase loans. The percentage of loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home purchase loans to low-income individuals is below the bank's overall market share. The bank's market share for loans to moderate-income individuals exceeds the overall market share.

AMCORE's distribution of home improvement loans to borrowers of different income levels is excellent. The percentage of loans to low-income individuals is near to the percentage of low-income families in the AA. However, the nine percent poverty level limits the bank's opportunity to make home improvement loans. The percentage of loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home improvement loans to low-income individuals significantly exceeds overall market share. The bank's market share for loans to moderate-income individuals is equal to the bank's overall market share.

The borrower distribution of home refinance loans is good. The percentage of loans to low-income individuals is below the percentage of low-income families in the AA. However, the nine percent poverty level significantly limits the bank's opportunity to make loans to low-income individuals. The percentage of home refinance loans to moderate-income individuals exceeds the percentage of moderate-income families. The bank's market share for home refinance loans to low-income borrowers exceeds its overall market share. The market share for home refinance loans to moderate-income borrowers is somewhat below the overall market share.

Non MA IL AA 2004-2005

The borrower distribution of home purchase loans is excellent. The percentage of loans to low-income individuals is below the percentage of low-income families in the AA. However, the nine percent poverty level significantly limits the bank's opportunity to make loans to low-income individuals. The percentage of home purchase loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home purchase loans to low-income borrowers is slightly below its overall market share. The market share for home purchase loans to moderate-income borrowers is slightly below the overall market share.

The borrower distribution of home improvement loans is excellent. The percentage of loans to low-income individuals is somewhat below the percentage of low-income families in the AA. However, the nine percent poverty level significantly limits the bank's opportunity to make loans to low-income individuals. The percentage of home improvement loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home improvement loans to low-income borrowers is equals its overall market share. The market share for home improvement loans to moderate-income borrowers exceeds the overall market share.

The borrower distribution of home refinance loans is excellent. The percentage of loans to low-income individuals is below the percentage of low-income families in the AA. However, the nine percent poverty level significantly limits the bank's opportunity to make loans to low-income individuals. The percentage of home refinance loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home refinance loans to both low- and moderate-income borrowers exceeds its overall market share.

Non MA IL AA 2003

The borrower distribution of home purchase loans is excellent. The percentage of loans to low-income individuals is somewhat below the percentage of low-income families in the AA. However, the eight percent poverty level significantly limits the bank's opportunity to make loans to low-income individuals. The percentage of home purchase loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home purchase loans to both low- and moderate-income borrowers is slightly below its overall market share.

The borrower distribution of home improvement loans is excellent. The percentage of loans to low-income individuals is somewhat below the percentage of low-income families in the AA. However, the eight percent poverty level significantly limits the bank's opportunity to make loans to low-income individuals. The percentage of home improvement loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home improvement loans to both low- and moderate-income borrowers is somewhat below its overall market share.

The borrower distribution of home refinance loans is good. The percentage of loans to low-income individuals is below the percentage of low-income families in the AA. However, the eight percent poverty level significantly limits the bank's opportunity to make loans to low-

income individuals. The percentage of home refinance loans to moderate-income individuals is slightly below the percentage of moderate-income families in the AA. The bank's market share for home refinance loans to low-income borrowers exceeds its overall market share. The bank's market share for home refinance loans to moderate-income borrowers is somewhat below its overall market share.

Small Loans to Businesses

The bank's distribution of small loans to businesses of different revenue sizes is adequate. The distribution in the Rockford MD is adequate. The distribution of small loans to businesses in the Non MA IL AA is good. Refer to Table 11 in the State of Illinois of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

Rockford MD 2004-2005

AMCORE's distribution of small loans to businesses with revenues of less than \$1 million is adequate. The percentage of loans to small businesses is somewhat below the percentage of businesses defined as such. The market share of small loans to businesses significantly exceeds the banks overall market share.

Rockford MD 2003

AMCORE's distribution of small loans to businesses with revenues of less than \$1 million is adequate. The percentage of loans to small businesses is somewhat below the percentage of businesses defined as such. The market share of small loans to businesses significantly exceeds the bank's overall market share.

Non MA IL AA 2004-2005

The borrower distribution of small loans to businesses is good. The percentage of AMCORE's loans to businesses with revenues of \$1 million or less is near to the percentage of businesses that are defined as such. The bank's market share for loans to small businesses significantly exceeds its overall market share.

Non MA IL AA 2003

The borrower distribution of small loans to businesses is good. The percentage of AMCORE's loans to businesses with revenues of \$1 million or less is near to the percent of businesses that are defined as such. The bank's market share for loans to small businesses significantly exceeds its overall market share.

Community Development Lending

Refer to Table 1 Lending Volume in appendix D for the facts and data used to evaluate the bank's level of community development (CD) lending. CD lending had a positive effect on the Lending Test conclusions. The bank's volume of CD lending was responsive to the opportunities in the AA. The bank's level of CD lending was good. During the evaluation period, AMCORE originated 41 CD loans in the AA totaling \$33 million. This represents 8 percent of Tier One capital.

Rockford MD

CD lending had a positive impact on the Lending Test conclusions for the Rockford MD. The bank made 39 community development loans in the Rockford MD. These loans, totaling \$26 million, were to not-for-profit corporations that provide affordable housing, healthcare services, shelter or meals to low- and moderate-income families. Some examples of these loans are listed below.

- A \$1.5 million loan was made to a Federally Qualified Health Center to construct and renovate a community clinic providing healthcare services to the underinsured, homeless, families in poverty, persons with HIV/AIDS and the elderly. Approximately 97 percent of patients have incomes at or below 200 percent of the federal poverty level, 35 percent have no health insurance and 50 percent are Medicaid recipients.
- The bank originated two loans totaling \$2 million to support the working capital needs of a rescue mission that provides shelter, meals and counseling services to the homeless.
- AMCORE originated ten loans totaling \$1.7 million to a development corporation that purchases and renovates dilapidated structures in the community. These restored units provide safe, affordable housing for low-income families in the form of single-family homes, townhouses and multi-family units.
- The bank made two loans totaling \$10 million to a contractor financing construction of affordable, single family homes in low- and moderate-income areas, which will replace government rental housing.

Non MA IL AA

CD lending had a positive impact on the Lending Test conclusions for the Non MA IL AA. The bank made one qualifying loan totaling \$6 million to a not-for-profit organization providing facilities to low- and moderate-income families.

Product Innovation and Flexibility

Product innovation and flexibility had a positive impact on the lending test conclusions for the Illinois AAs. Listed below is a description of the flexible programs the bank offered in each full-scope AA during the evaluation period, including the number and dollars for each program.

Rockford MD

- Freddie Mac – Affordable products include Home Possible 97% and HP 100% with a high loan-to-value to allow for affordable second mortgages; Community Gold which offers flexible underwriting guidelines for first time homebuyers; Bi-weekly mortgages which offer flexible repayment terms. Over this evaluation period, AMCORE has made 35 loans totaling \$2 million in these programs.
- Illinois Housing Development Authority (IHDA) – Programs include below market rates, and low or no down payment options. Over this evaluation period, AMCORE made 45 loans totaling approximately \$4 million in the Rockford MD.

- USDA Rural Development – Programs include below market rates, low or no down payment options. Over this evaluation period, AMCORE made 1 loan totaling approximately \$135 thousand in the Rockford MD.
- Federal Housing Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 186 loans totaling approximately \$16 million in this AA over the evaluation period.
- Veteran’s Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 7 loans totaling approximately \$656 thousand in the AA over this evaluation period.
- Small Business Administration (SBA) loans – These programs have flexible underwriting guidelines and lender guarantees. AMCORE specializes in the following SBA programs:
 - 7 (a) – loans can be used by small businesses for an array of opportunities with terms ranging from 7-25 years depending on the type of project
 - 504 – loans provide second mortgage financing to small businesses that are the primary users of their buildings
 - Low Doc – allows for flexibility of proceeds to be used for financing capital, fixed assets, real estate, change of ownership or debt refinancing
 - Express – features include longer terms, possible lower down payments, and working capital can be financed using a revolving line of credit

The bank was unable to provide the specific number and dollar of loans provided under these programs for this evaluation period.

Non MA IL AA

- Freddie Mac – Affordable products include Home Possible 97% and HP 100% with a high loan-to-value to allow for affordable second mortgages; Community Gold which offers flexible underwriting guidelines for first time homebuyers; Bi-weekly mortgages which offer flexible repayment terms. Over this evaluation period, AMCORE has made 4 loans totaling approximately \$200 thousand in these programs.
- Illinois Housing Development Authority (IHDA) – Programs include below market rates, and low or no down payment options. Over this evaluation period, AMCORE made 2 loans totaling approximately \$146 thousand in the AA.
- USDA Rural Development – Programs include below market rates, low or no down payment options. Over this evaluation period, AMCORE made 82 loans totaling approximately \$6 million in the Non MA IL AA.
- Federal Housing Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 32 loans totaling approximately \$2 million in this AA over the evaluation period.
- Veteran’s Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 6 loans totaling approximately \$394 thousand in the AA over this evaluation period.
- Small Business Administration (SBA) loans - These programs have flexible underwriting guidelines and lender guarantees. AMCORE specializes in the following SBA programs:

- 7 (a) – loans can be used by small businesses for an array of opportunities with terms ranging from 7-25 years depending on the type of project
- 504 – loans provide second mortgage financing to small businesses that are the primary users of their buildings
- Low Doc – allows for flexibility of proceeds to be used for financing capital, fixed assets, real estate, change of ownership or debt refinancing
- Express – features include longer terms, possible lower down payments, and working capital can be financed using a revolving line of credit

The bank was unable to provide the specific number and dollar of loans provided under these programs for this evaluation period.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope review, the bank's performance under the Lending Test in the Chicago MD and the Lake County MD is inconsistent with the bank's overall High Satisfactory performance under the Lending Test in Illinois. In the both the Chicago MD and Lake County MD, the bank's performance was weaker than the full-scope areas. Refer to the Tables 1 through 11 in the state of Illinois section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Investment Test in Illinois is rated Low Satisfactory. Based on full-scope reviews, the bank's performance is adequate in the Rockford MD. The bank's performance in the Non MA IL AA is adequate.

Refer to Table 14 in the state of Illinois section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments. To provide perspective regarding the relative level of qualified investments, we allocated a portion of the bank's Tier One capital to each AA based on its pro-rata share of deposits.

Rockford MD

AMCORE exhibited an adequate level of responsiveness to credit and community development needs in the Rockford MD.

For our review, we focused on the volume and types of investments made by the bank relative to the community development opportunities of the AA. We gathered information from the bank management and performance evaluations of similar local financial institutions.

The bank provided qualified investments within this AA through the purchase of securities, cash contributions and grants. Qualifying investments totaled approximately \$3.2 million. This represents approximately 1.5 percent of the bank's allocated Tier One capital. Specific investments included:

- \$2.1 million in CRA qualified mortgage backed securities (MBS). These securities were comprised of mortgage loans made within the bank's AA to low- or moderate-income borrowers.
- \$613 thousand under the CRA-qualified Small Business Investment Corporation (SBIC) funds. This fund provides financial institutions with current income and investments that will be qualified under the CRA. The fund's principal investment strategy is to invest in small businesses located in the bank's AAs and other debt securities that will cause shares of the fund to be deemed qualified under the CRA. The \$613 thousand is an allocation of a total current investment of \$1.2 million. The allocation is based on the percentage of deposits within the AA. The balance is allocated to the bank's other AAs in Illinois and Wisconsin.

Prior period investments (\$117 thousand) are the current amount remaining on the bank's records from investments made prior to this evaluation period.

Additionally, donations and grants were provided to organizations with a community development focus. AMCORE contributed to 30 different community development organizations totaling \$435 thousand during the evaluation period.

Non MA IL AA

AMCORE exhibited a good level of responsiveness to credit and community development needs in the Non MA IL AA.

The bank provided qualified investments within this AA through the purchase of securities, cash contributions and grants. Qualifying investments totaled approximately \$3.1 million. This represents approximately 4.5 percent of the bank's allocated Tier One capital. Specific investments included:

- \$538 thousand in mortgage backed securities (MBS) were identified throughout the AA. These securities contain loans within the AA to low- or moderate-income individuals.
- \$446 thousand in 4 CRA-qualified Small Business Investment Corporation (SBIC) funds. Two hundred thousand of this is an allocation of a total investment of \$1.2 million. The allocation is based on the percentage of deposits within an AA.

Prior period investments (\$2.0 million) are the current amount remaining on the bank's records from investments made prior to this evaluation period.

Additionally, donations and grants were provided to organizations with a community development focus. AMCORE contributed a total of \$9 thousand to four community development organizations during the evaluation period.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Chicago MD and Lake County MD is inconsistent with the bank's Low Satisfactory performance under the Investment Test in Illinois. The performance in the limited scope areas was stronger than the full-scope areas. Refer to Table 14 in the state of Illinois section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Service Test in Illinois is rated High Satisfactory. Based on full-scope reviews, the bank's performance in the Rockford MD is good. Based on full-scope reviews, the bank's performance in the Non MA IL AA is adequate.

Retail Banking Services

Refer to Table 15 in the state of Illinois section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Rockford MD

AMCORE's distribution of delivery systems is accessible to essentially all portions of the bank's AA and to geographies and individuals of different income levels in the AA. Fourteen of the bank's office locations are in the Rockford MD. Two of these branches are located in low-income geographies. The percentage of branches in low-income geographies significantly exceeds the percentage of the population within this AA. The bank has two branch locations in moderate-income geographies. The percentage of branches in moderate-income geographies is slightly below the percentage of the population within this AA.

All of the bank's branches are full service facilities, offering traditional deposit and loan products and having relatively similar hours of operation. The hours of AMCORE's office locations do not negatively impact low- or moderate-income individuals. All office lobbies, except the 7th Street Rockford office, are open at 9:00 am or earlier Monday through Saturday and close at 5:00 pm or later Monday through Friday and 3:00pm on Saturday. The 7th Street Rockford office does not have Saturday hours. This branch is located in a low-income geography in downtown Rockford that has relatively few people in the area on the weekends. The 7th Street Rockford office drive-up does have extended hours Monday through Friday and Saturday hours until 3:00 p.m. Three branches are located in supermarkets and have Sunday hours from 10:00 a.m. until 2:00 p.m.

In 2006, the bank opened a branch in Belvidere, Illinois in a middle-income geography. This change did not have a negative effect on low- or moderate-income geographies or individuals.

Alternative Delivery Systems

AMCORE offers various types of alternative delivery systems, which include automated teller machines (ATMs), telephone banking, and computer banking. The bank does not monitor the usage of these alternative delivery systems by low- and moderate-income individuals; therefore, significant weight was not placed on these delivery systems when drawing our CRA performance conclusions.

Distribution of AMCORE ATMs in the Rockford MD is adequate. AMCORE operates fifteen deposit taking ATMs within the Rockford MD. Three (20 percent) are in moderate-income geographies, ten (67 percent) are in middle-income geographies and two (13 percent) are in upper-income geographies. There are no AMCORE full-service ATMs in the AA's low-income geographies. The bank also operates an additional forty-one cash dispensing ATMs in this AA. Ten (18 percent) are located in moderate-income geographies and four (7 percent) are in low-income geographies.

Non MA IL AA

AMCORE's distribution of delivery systems is reasonably accessible to geographies and individuals of different income levels in the AA. Fifteen of the bank's office locations are in the Non MA, IL. There are no low-income geographies in this AA. The bank does not have any branch locations in moderate-income geographies. The percentage of the population within moderate-income geographies is very low at 5.06 percent.

All but three of the bank's branches are full service facilities offering traditional deposit and loan products and having relatively similar hours of operation. The Peru, Mendota and Sterling drive-up branches are not full service facilities. A full service branch is located near each drive-up facility. The hours of AMCORE's office locations do not negatively impact low- or moderate-income individuals. All office lobbies, except the 1st Street Dixon office, are open at 9:00 am or earlier Monday through Saturday and close at 4:00 pm or later Monday through Friday and 12:00pm or later on Saturday. The 1st Street Dixon office does not have Saturday hours. This branch is located in a middle-income geography in the downtown area and has relatively few people in the area on the weekends. The 1st Street Dixon office drive-up does have extended hours Monday through Friday and Saturday hours.

The bank opened two branches and closed three branches in this AA. In 2004, the bank opened a branch in an upper-income geography in Peru and closed its Econo Foods grocery store branch in a middle-income geography in Peru. It also opened one branch and closed two branches in Freeport, all in middle-income geographies. None of these changes had a negative effect on low- or moderate-income geographies or individuals.

Alternative Delivery Systems

AMCORE offers various types of alternative delivery systems, which include automated teller machines (ATMs), telephone banking, and computer banking. The bank does not monitor the usage of these alternative delivery systems by low- and moderate-income individuals; therefore, significant weight was not placed on these delivery systems when drawing our CRA performance conclusions.

Distribution of AMCORE ATMs in the Non MA, IL AA is adequate. AMCORE operates eighteen deposit taking ATMs within the Non MA, IL AA. Thirteen (72 percent) are in middle-income geographies and five (27 percent) are in upper-income geographies. There are no AMCORE full-service ATMs in the AA's moderate-income geographies. There are no low-income geographies in this AA.

Community Development Services

AMCORE's record of providing community development services is good in the Rockford MD. The bank's record of providing community development services is adequate in the Non MA IL AA.

Rockford MD

AMCORE's performance in providing community development services in the assessment area is good. AMCORE employees participate in more than 70 community development service organizations. Several officers and employees of AMCORE serve on the boards of directors or as officers of various community development service organizations. While the community development services provided are non-complex, they are responsive to the needs of the community.

Some of these services are:

- One employee of AMCORE serves as the chairman of a planning commission to create and manage a long-range development plan that assists small businesses in TIF Zones to revitalize and stabilize the community.
- An employee serves on a local small business loan fund committee, reviewing applications and approving loan funding. The area served is nearly 60 percent low-income.
- An employee serves as a member of the Loan Review Committee of a local community development organization, reviewing loan applications and approving funding.
- An employee contributed to a Federal Home Loan Bank (FHLB) grant application for the City of Rockford.
- An employee contributed to a FHLB grant application for a local limited partnership. The grant was sponsored by AMCORE.
- One employee serves on the Board of a community organization that provides assistance to low- and moderate-income individuals and families. The bank employee provides financial expertise to the organization and fund raising.
- An employee provides financial expertise for home purchasing in conjunction with the Rockford Area Affordable Housing Coalition by counseling low- and moderate-income individuals on affordable housing.
- Three employees serve in different capacities with a development organization to provide affordable housing for low- and moderate-income individuals.
- Several employees have presented First Time Home Buyers seminars for various organizations, providing financial expertise for home purchasing for low- and moderate-income individuals.
- Several employees participated in the National Teach Children to Save Day with presentations on saving for the future at various local schools serving low- and moderate-income students.
- An employee serves with an organization that targets low- and moderate-income individuals. Services provided include childcare, education, counseling and homeless shelters. Financial expertise provided to this organization is in the form of teaching classes to low- and moderate-income individuals on managing money, budgeting and the importance of good credit.

Non MA IL AA

AMCORE provides an adequate level of CD services in the Non MA IL AA. While the community development services provided are non-complex, they are responsive to the needs of the community. Two examples of these services are:

- An employee is Vice Chairman of the Board of Directors of a local housing organization that provides housing for low- and moderate-income individuals.
- An employee is President and member of the Board of Directors/Advisors for a local neighborhood housing organization that supports housing services for low- and moderate-income individuals.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Service Test in the Chicago MA and the Lake County MA is not inconsistent with the bank's overall High Satisfactory performance under the Service Test in Illinois. Refer to Table 15 in the state of Illinois section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Wisconsin

CRA Rating for Wisconsin:	Satisfactory
The Lending Test is rated:	High Satisfactory
The Investment Test is rated:	Low Satisfactory
The Service Test is rated:	Low Satisfactory

The major factors that support this rating include:

- AMCORE’s borrower distribution of loans in the Madison MD is excellent and the distribution in the Non MA WI AA is good. In the Madison MD, the distribution of loans to borrowers of different incomes reflects an excellent level of home mortgage lending to low- and moderate-income individuals. In the Madison MD, lending to businesses of different sizes indicates a good level of lending to businesses with revenue of \$1 million or less. In the Non MA, the distribution of loans to borrowers of different incomes reflects a good level of home mortgage lending to low- and moderate-income individuals. In the Non MA, lending to businesses of different sizes indicates an excellent level of lending to businesses with revenue of \$1 million or less.
- AMCORE’s geographic distribution of loans is adequate in the Madison MD. The bank had an adequate level of home mortgage lending and an adequate level of small loans to businesses in low- and moderate-income geographies in the Madison MD. There are no low- or moderate-income geographies in the Non MA WI AA.
- The level of community development lending has a positive impact on the bank’s lending test rating. Over the rating period, the bank made 16 community development loans totaling \$11 million.
- AMCORE provides an adequate level of community development services in the Madison MD and the Non MA WI AA. The bank’s delivery systems are reasonably accessible to geographies and individuals of different income levels in its AA.
- AMCORE has an adequate level of qualified investments considering community needs, opportunities available throughout the Madison MD and the Non MA WI AA, and the bank’s size and financial capability.

Description of Institution’s Operations in Wisconsin

AMCORE’s AA in the state of Wisconsin consists of a Non MA WI AA, portions of the Madison MA 31540 and portions of the Milwaukee MA 33340. The Non MA WI area includes three counties in southern Wisconsin. Larger cities in these AAs include Monroe, Madison, Baraboo, Darlington and Milwaukee.

The bank operates 22 offices within the state. Eight are in the Non MA WI area (all in middle-income geographies). Twelve are in the Madison MA (four in moderate-income geographies, seven in middle-income geographies and one in an upper-income geography). There are two

branches in the Milwaukee MA 33340 (one in a middle-income geography and one in an upper-income geography). The bank operates 12 deposit-taking ATMs in Wisconsin, located at various branches throughout the state.

Wisconsin offices comprise 13 percent of AMCORE's total deposits. The Non MA WI area is responsible for 45 percent of the Wisconsin deposits. The Madison MA 31540 is responsible for 51 percent of the Wisconsin deposits. According to the FDIC's June 30, 2006 deposit market share report, AMCORE holds 1.27 percent and ranks 12th in deposit market share out of the 106 FDIC insured financial institutions with branches in the same seven county area. The top two banks hold a total of 43 percent of the area deposits and the other 103 institutions hold the remaining 57 percent, ranging from approximately 6 percent to 0.01 percent. The bank sees its competitors as regional and larger community banks, such as AnchorBank, M&I Bank, and Associated Bank, N.A.

AMCORE's Wisconsin offices account for 27 percent of the total number and 29 percent of the total dollars of loans. The Madison MA 31540 is responsible for 49 percent of the number and 59 percent of the dollars of Wisconsin loans. The Non MA area is responsible for 50 percent of the number and 40 percent of the dollars of Wisconsin loans. Twenty-five percent of AMCORE's total number and 32 percent of AMCORE's total dollars of home mortgage loans are originated/purchased in Wisconsin. Twenty-eight percent of AMCORE's total number and 23 percent of AMCORE's total dollars of small loans to businesses are originated/purchased in Wisconsin.

Refer to the Market Profiles for the state of Wisconsin in Appendix D for detailed demographics and other performance context information for the AAs that received full-scope reviews.

Scope of Evaluation in Wisconsin

Our analysis included full-scope examination procedures for the Madison MD and the Non MA WI AA. Please refer to the table in Appendix A for additional information on the scope of our review.

We conducted one community contact interview in the Madison MD and one in the Non MA WI area during our examination. We contacted a community development financial institution in Madison, Wisconsin. The contact indicated that primary credit needs for the area include affordable single family and multi-family housing, and small business lending. We contacted an economic development organization located in the Non MA area. This contact indicated that small business lending was a credit need in this area.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in Wisconsin is rated High Satisfactory. Based on full-scope reviews, the bank's performance in the Madison MD and the Non MA WI AA is good.

Lending Activity

Refer to Table 1 Lending Volume in the state of Wisconsin's section of Appendix D for the facts and data used to evaluate the bank's lending activity. To provide perspective regarding the relative levels of lending volume in each AA, we also compared the bank's deposit market rank and market share to its market rank and market share for each loan product. Because of the large number of lenders in each AA (refer to Market Profiles in Appendix B), we based our analysis on the bank's percentile rankings in the loan and deposit markets rather than the actual values of market share and market rank.

Madison MD 2004-2005

During this evaluation period, AMCORE extended 1,014 home mortgage loans, 474 small loans to businesses, and 116 small loans to farms for a total number of reported loans of 1,604 totaling approximately \$260 million in the Madison MD. Of these, 63 percent were home mortgage loans, 30 percent were small loans to businesses, and 7 percent were small loans to farms. Small loans to farms are not a primary business line of AMCORE and are not being considered as part of the evaluation.

Among home mortgage loan originations and purchases, 76 percent were for home mortgage refinance loans, 20 percent were for home purchase loans, 2 percent were for home improvement loans, and 2 percent were multifamily loans. Multifamily loans are not a primary line of business for AMCORE and are not being considered as of the evaluation.

AMCORE's lending activity reflects excellent responsiveness to credit needs in the Madison MD. The bank's market share percentile ranking for home purchase loans, home improvement loans, and home refinance loans exceeds its percentile ranking for deposit market share. The percentile ranking for small loans to businesses is slightly below its percentile ranking for deposit market share.

FDIC deposit market share data as of June 30, 2006 shows that the bank ranks at the 82nd percentile for deposit market share in the Madison MD. Based on 2004 aggregate Home Mortgage Disclosure Act (HMDA) data for the AA, the bank ranks at the 96th percentile for home purchase loans, the 91st percentile for home improvement loans, and the 93rd percentile for home refinance loans. According to 2005 aggregate small business loan data, the bank ranks at the 79th percentile for small loans to businesses in the AA.

Madison MD 2003

During this evaluation period, AMCORE extended 1,011 home mortgage loans, 255 small loans to businesses, and 69 small loans to farms for a total number of reported loans of 1,335 totaling approximately \$192 million in the Madison MD. Of these, 76 percent were home mortgage loans, 19 percent were small loans to businesses, and 5 percent were small loans to farms. Small loans to farms are not a primary business line of AMCORE in this AA and are not being considered as part of this section of the evaluation.

Among home mortgage loan originations and purchases, 76 percent were for home mortgage refinance loans, 20 percent were for home purchase loans, 2 percent were for home improvement loans, and 2 percent were multifamily loans. Multifamily loans are not a primary line of business for AMCORE and are not considered as part of this evaluation.

AMCORE's lending activity reflects excellent responsiveness to credit needs in the Madison MD. The bank's market share percentile ranking for home purchase loans and home refinance loans exceeds its percentile ranking for deposit market share. The bank's market share percentile ranking for home improvement loans is slightly below its percentile for deposit market share. The percentile ranking for small loans to businesses exceeds its percentile ranking for deposit market share.

FDIC deposit market share data as of June 30, 2003 shows that the bank ranks at the 79th percentile for deposit market share in the Madison MD. Based on 2003 aggregate Home Mortgage Disclosure Act (HMDA) data for the AA, the bank ranks at the 95th percentile for home purchase loans, the 74th percentile for home improvement loans, and the 93rd percentile for home refinance loans. According to 2003 aggregate small business loan data, the bank ranks at the 82nd percentile for small loans to businesses in the AA.

Non MA WI 2004-2005

During this evaluation period, AMCORE extended 1,028 home mortgage loans, 332 small loans to businesses, and 279 small loans to farms for a total number of reported loans of 1,639 totaling approximately \$174 million in the Non MA WI AA. Of these, 63 percent were home mortgage loans, 20 percent were small loans to businesses, and 17 percent were small loans to farms. Small loans to farms are not a primary business line of AMCORE and are not being considered as part of the evaluation.

Among home mortgage loan originations and purchases, 46 percent were for home mortgage refinance loans, 39 percent were for home purchase loans, 14 percent were for home improvement loans, and less than 1 percent were multifamily loans. Multifamily loans are not a primary line of business for AMCORE and are not being considered as part of the evaluation.

AMCORE's lending activity reflects excellent responsiveness to credit needs in the Non MA WI AA. The bank's market share percentile ranking for home purchase loans, home improvement loans, and home refinance loans exceeds its percentile ranking for deposit market share. The percentile ranking for small loans to businesses is below its percentile ranking for deposit market share.

FDIC deposit market share data as of June 30, 2006 shows that the bank ranks at the 93rd percentile for deposit market share in the Non MA WI AA. Based on 2004 aggregate Home Mortgage Disclosure Act (HMDA) data for the AA, the bank ranks at the 99th percentile for home purchase loans, the 99th percentile for home improvement loans, and the 99th percentile for home refinance loans. According to 2005 aggregate small business loan data, the bank ranks at the 82nd percentile for small loans to businesses in the AA.

Non MA WI AA 2003

During this evaluation period, AMCORE extended 1,060 home mortgage loans, 190 small loans to businesses, and 119 small loans to farms for a total number of reported loans of 1,369 totaling approximately \$141 million in the Non MA WI AA. Of these, 77 percent were home mortgage loans, 14 percent were small loans to businesses, and 9 percent were small loans to farms. Small loans to farms are not a primary business line of AMCORE and are not being considered as part of the evaluation.

Among home mortgage loan originations and purchases, 74 percent were for home mortgage refinance loans, 21 percent were for home purchase loans, 5 percent were for home improvement loans, and less than 1 percent were multifamily loans. Multifamily loans are not a primary line of business for AMCORE and are not being considered as part of the evaluation.

AMCORE's lending activity reflects excellent responsiveness to credit needs in the Non MA WI AA. The bank's market share percentile ranking for home purchase loans, home improvement loans and home refinance loans exceeds its percentile ranking for deposit market share. The percentile ranking for small loans to businesses is slightly below its percentile ranking for deposit market share.

FDIC deposit market share data as of June 30, 2003 shows that the bank ranks at the 93rd percentile for deposit market share in the Non MA WI AA. Based on 2003 aggregate Home Mortgage Disclosure Act (HMDA) data for the AA, the bank ranks at the 99th percentile for home purchase loans, the 96th percentile for home improvement loans, and the 99th percentile for home refinance loans. According to 2003 aggregate small business loan data, the bank ranks at the 90th percentile for small loans to businesses in the AA.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

The bank's geographic distribution of home mortgage loans in Wisconsin is adequate. The bank's geographic distribution of home mortgage loans in the Madison MD is adequate. The geographic distribution of home mortgage loans in the Non MA WI is not applicable. Refer to Tables 2, 3, and 4 in the state of Wisconsin of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loans.

Madison MD 2004-2005

AMCORE's geographic distribution of home purchase loans is excellent. The percentage of the bank's loans in both low- and moderate-income geographies exceeds the percentage of owner-occupied units in these geographies. The bank's market share for low-income

geographies is somewhat below the bank's overall market share for home purchase loans. The bank's market share for moderate-income geographies exceeds the bank's overall market share for home purchase loans.

AMCORE's geographic distribution of home improvement loans is adequate. The bank did not make any home improvement loans in low-income geographies. The bank's percentage of loans in moderate-income geographies exceeds the percentage of owner-occupied units in these geographies. The bank's market share for low-income geographies is below the overall market share. The bank's market share for moderate-income geographies exceeds the overall market share.

The opportunity to make home improvement loans in the low-income geographies is limited. There are only 707 owner-occupied units in these geographies.

AMCORE's geographic distribution of home refinance loans is adequate. The percentage of the bank's loans in low-income geographies is significantly below the percentage of owner-occupied units in low-income geographies. The bank's percentage of loans in moderate-income geographies exceeds the percentage of owner-occupied units in those geographies. The bank's market share for low-income geographies is significantly below the bank's overall market share. The bank's market share for moderate-income geographies meets the bank's overall market share for home refinance loans.

The opportunity to make home refinance loans in the low-income geographies is limited. There are only 707 owner-occupied units in these geographies. Competition for these loans is strong, with 355 lenders competing for these loans. AMCORE's total loan volume in these geographies places them 25th of the 355 lenders.

Madison MD 2003

AMCORE's geographic distribution of home purchase loans is excellent. The percentage of the bank's loans in low- and moderate-income geographies significantly exceeds the percentage of owner-occupied units in low-income geographies. The bank's market share for low-income geographies exceeds the bank's overall market share for home purchase loans. The bank's market share for moderate-income geographies is somewhat below the bank's overall market share for home purchase loans.

AMCORE's geographic distribution of home improvement loans is adequate. The bank did not make any home improvement loans in low-income geographies. The bank's percentage of loans in moderate-income geographies significantly exceeds the percentage of owner-occupied units. The bank's market share for low-income geographies is significantly below the overall market share. The bank's market share for moderate-income geographies is below the overall market share.

The opportunity to make home improvement loans in the low income geographies is limited. There are only 620 owner occupied units in these geographies.

AMCORE's geographic distribution of home refinance loans is adequate. The percentage of the bank's loans in low-income geographies is somewhat below the percentage of owner-occupied units in low-income geographies. The bank's percentage of loans in moderate-

income geographies exceeds the percentage of owner-occupied units in those geographies. The bank's market share for both low- and moderate-income geographies is below the overall market share for home refinance loans.

The opportunity to make home refinance loans in the low-income geographies is limited. There are only 620 owner-occupied units in these geographies. Competition for these loans is strong, with 378 lenders competing for these loans. AMCORE's total loan volume in these geographies places them 25th of the 378 lenders.

Non MA WI AA 2004-2005

There are no low- or moderate-income geographies in the Non MA WI AA.

Non MA WI AA 2003

There are no low- or moderate-income geographies in the Non MA WI AA.

Small Loans to Businesses

The bank's distribution of small loans to businesses throughout various geographies in Wisconsin is adequate. The bank's geographic distribution of small loans to businesses in the Madison MD is adequate. The distribution in the Non MA WI AA is not applicable. Refer to Table 6 in the state of Wisconsin of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's small loans to businesses.

Madison MD 2004-2005

AMCORE's geographic distribution is adequate for small loans to businesses in the Madison MD. The percentage of small loans to businesses in low-income geographies is below the percentage of small businesses within those geographies. The percentage of small loans to businesses made in moderate-income geographies significantly exceeds the percentage of small businesses in those geographies. The bank's market share for low-income geographies is below the bank's overall market share. The bank's market share for moderate-income geographies exceeds its overall market share.

Madison MD 2003

AMCORE's geographic distribution is adequate for small loans to businesses in the Madison MD. The percentage of small loans to businesses in low-income geographies is somewhat below the percentage of small businesses within those geographies. The percentage of small loans to businesses made in moderate-income geographies significantly exceeds the percentage of small businesses in those geographies. The bank's market share in low-income geographies is below the bank's overall market share. The bank's market share for moderate-income geographies exceeds the bank's overall market share.

Non MA WI AA 2004-2005

There are no low- or moderate income geographies in the Non MA WI AA.

Non MA, WI AA 2003

There are no low- or moderate income geographies in the Non MA WI AA.

Lending Gap Analysis

Madison MD 2004-2005

No conspicuous unexplained lending gaps were noted. Based on a review of relevant reports that overlay the volume of the bank's home mortgage loans and small loans to businesses by geography, no conspicuous gaps exist in low- and moderate-income areas.

Madison MD 2003

No conspicuous unexplained lending gaps were noted. Based on a review of relevant reports that overlay the volume of the bank's home mortgage loans and small loans to businesses by geography, no conspicuous gaps exist in low- and moderate-income areas.

Non MA WI 2004-2005

There are no low- or moderate-income geographies in this AA, so lending gap analysis is not meaningful for this area.

Non MA WI 2003

There are no low- or moderate-income geographies in this AA, so lending gap analysis is not meaningful for this area.

Inside/Outside Ratio

Wisconsin 2004-2005

A majority (74 percent) of home mortgage loans and small loans to businesses, originated or purchased by AMCORE in Wisconsin over the evaluation period, were within the Wisconsin AA. Of the loans AMCORE originated within the state of Wisconsin, 82 percent of the HMDA loans and 66 percent of the small loans to businesses were made within the bank's Wisconsin AA. This analysis was completed at the state level as opposed to the AA level and was positively factored into the overall geographic distribution of lending by income level of geographies.

Wisconsin 2003

A substantial majority (82 percent) of home mortgage loans and small loans to businesses, originated or purchased by AMCORE in Wisconsin over the evaluation period, were within the Wisconsin AAs. Of the loans AMCORE originated within the state of Wisconsin, 87 percent of the HMDA loans and 78 percent of the small loans to businesses were made within the bank's Wisconsin AAs. This analysis was completed at the state level as opposed to the AA level and was positively factored into the overall geographic distribution of lending by income level of geographies.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

The bank's distribution of home mortgage loans is good among borrowers of different income levels in Wisconsin. The borrower distribution of loans in the Madison MD is excellent. The distribution in the Non MA WI AA is good. Refer to Tables 8, 9, and 10 in the State of Wisconsin section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loans.

Madison MD 2004-2005

AMCORE's distribution of home purchase loans to borrowers of different income levels is excellent. The percentage of loans to low-income individuals is below the percentage of low-income families. However, the nine percent poverty level limits the bank's opportunity to make home purchase loans. The percentage of loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home purchase loans to low-income individuals exceeds the bank's overall market share. The bank's market share for loans to moderate-income individuals is somewhat below the overall market share.

AMCORE's distribution of home improvement loans to borrowers of different income levels is good. The percentage of loans to low-income borrowers exceeds the percentage of low-income families in the AA. The percentage of home improvement loans to moderate-income borrowers is near to the percentage of moderate-income families in the AA. The bank's market share for home improvement loans to low-income borrowers significantly exceeds the bank's overall market share. The bank's market share for loans to moderate-income borrowers is below the bank's overall market share.

The borrower distribution of home refinance loans is excellent. The percentage of loans to low-income individuals is near to the percentage of low-income families. In addition, the nine percent poverty level affects the bank's opportunity to make loans to low-income individuals. The percentage of loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home refinance loans to low-income borrowers exceeds its overall market share. The market share for home refinance loans to moderate-income borrowers equals the overall market share.

Madison MD 2003

AMCORE's distribution of home purchase loans to borrowers of different income levels is excellent. The percentage of loans to low-income individuals is somewhat below the percentage of low-income families in the AA. However, the nine percent poverty level limits the bank's opportunity to make home purchase loans. The percentage of loans to moderate-income individuals significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home purchase loans to low-income individuals exceeds the bank's overall market share. The bank's market share for loans to moderate-income individuals is slightly below the overall market share.

AMCORE's distribution of home improvement loans to borrowers of different income levels is adequate. The percentage of loans to low-income borrowers is significantly below the percentage of low-income families in the AA. However, the nine percent poverty level limits the bank's opportunity to make home improvement loans to low-income individuals. The percentage of loans to moderate-income borrowers significantly exceeds the percentage of moderate-income families in the AA. The bank's market share for home improvement loans to low-income individuals is below the overall market share. The bank's market share for loans to moderate-income individuals exceeds the bank's overall market share.

The borrower distribution of home refinance loans is excellent. The percentage of loans to low-income individuals is below the percentage of low-income families in the AA. However, the nine percent poverty level affects the bank's opportunity to make loans to low-income individuals. The percentage of loans to moderate-income individuals exceeds the percentage of moderate-income families in the AA. The bank's market share for home refinance loans to low-income borrowers exceeds its overall market share. The market share for home refinance loans to moderate-income borrowers is slightly below the overall market share.

Non MA WI AA 2004-2005

The distribution of home purchase loans to borrowers of different income levels is good. The percentage of home purchase loans made to low-income borrowers is significantly below the percentage of low-income families within the AA. However, the eight percent poverty level limits the bank's opportunity to make loans to low-income individuals. The percentage of loans to moderate-income borrowers exceeds the percentage of moderate-income families within the AA. The market share for home purchase loans to both low- and moderate-income borrowers exceeds the bank's overall market share for these types of loans.

The borrower distribution of home improvement loans is adequate. The percentage of home improvement loans made to low-income borrowers is significantly below the percentage of low-income families within the AA. However, the eight percent poverty level limits the bank's opportunity to make loans to low-income individuals. The percentage of loans made to moderate income borrowers is near to the percentage of moderate-income families within the AA. The market share for home improvement loans to low-income borrowers is below the bank's overall market share. The bank's market share for loans to moderate-income borrowers exceeds the bank's overall market share for these loans.

The borrower distribution of home refinance loans is adequate. The percentage of home refinance loans made to low-income borrowers is significantly below the percentage of low-income families within the AA. However, the eight percent poverty level limits the bank's opportunity to make loans to low-income individuals. The percentage of home refinance loans made to moderate-income borrowers is near to the percentage of moderate-income families within the AA. The market share for home refinance loans made to low-income borrowers exceeds the bank's overall market share. The market share for home refinance loans to moderate-income borrowers is below the bank's overall market share.

Non MA WI AA 2003

The distribution of home purchase loans to borrowers of different income levels is adequate. The percentage of home purchase loans made to low-income borrowers is significantly below

the percentage of low-income families within the AA. However, the seven percent poverty level limits the bank's opportunities to make loans to low-income individuals. The percentage of loans made to moderate income borrowers significantly exceeds the percentage of moderate income families within the AA. The market share for home purchase loans to low-income borrowers is below the bank's overall market share. The bank's market share for loans to moderate-income borrowers significantly exceeds the bank's overall market share for these types of loans.

The borrower distribution of home improvement loans is excellent. The percentage of home improvement loans made to low-income borrowers is somewhat below the percentage of low-income families within the AA. However, the seven percent poverty level limits the bank's opportunities to make loans to low-income individuals. The percentage of loans to moderate-income borrowers significantly exceeds the percentage of moderate-income families in the AA. The market share for home improvement loans to both low- and moderate-income borrowers significantly exceeds the bank's overall market share.

The borrower distribution of home refinance loans is good. The percentage of home refinance loans made to low-income borrowers is somewhat below the percentage of low-income families within the AA. However, the seven percent poverty level limits the bank's opportunity to make loans to moderate-income individuals. The percentage of loans made to moderate-income borrowers is near to the percentage of moderate-income families within the AA. The market share for home refinance loans made to both low- and moderate-income borrowers exceeds the bank's overall market share for these types of loans.

Small Loans to Businesses

The bank's distribution of small loans to businesses of different revenue sizes in Wisconsin is good. The bank's borrower distribution of small loans to businesses in the Madison MD is good. The distribution in the Non MA WI AA is excellent. Refer to Table 11 in the state of Wisconsin of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's small loans to businesses.

Madison MD 2004-2005

AMCORE's borrower distribution for small loans to businesses in the Madison MD is good. The percent of small loans to businesses with revenues of \$1 million or less is near to the percent of businesses defined as such. The bank's market share for small loans to businesses significantly exceeds the overall market share for these loans.

Madison MD 2003

AMCORE's borrower distribution for small loans to businesses in the Madison MD is good. The percent of small loans to businesses with revenues of \$1 million or less is near to the percent of businesses defined as such. The bank's market share for small loans to businesses significantly exceeds the overall market share for these loans.

Non MA WI AA 2004-2005

AMCORE's borrower distribution for small loans to businesses in the Non MA WI AA is excellent. The percent of small loans to businesses with revenues of \$1 million or less exceeds the percent of businesses defined as such. The bank's market share for small loans to businesses significantly exceeds the bank's overall market share for these loans.

Non MA WI AA 2003

AMCORE's borrower distribution for small loans to businesses in the Non MA WI AA is excellent. The percent of small loans to businesses with revenues of \$1 million or less exceeds the percent of businesses defined as such. The bank's market share for small loans to businesses significantly exceeds the overall market share for these loans.

Community Development Lending

Refer to Table 1 Lending Volume in appendix D for the facts and data used to evaluate the bank's level of community development (CD) lending.

CD lending had a positive effect on the Lending Test conclusions. The bank's volume of CD lending was responsive to the opportunities in the AA.

The bank's level of CD lending was adequate. During the evaluation period, AMCORE originated 16 CD loans in the AA totaling \$11.2 million. This represents three percent of Tier One capital.

Madison MD

CD lending had a positive impact on the Lending Test conclusions for the Madison MD. The bank made 15 community development loans in the Madison MA. These loans, totaling \$9.2 million, were to not-for-profit corporations that provide affordable housing, healthcare services, shelter or meals to low- and moderate-income families. Included below are some examples:

- A \$350 thousand loan was made to a Medicare/Medicaid certified organization that provides healthcare services, social services and meals to low- and moderate-income individuals.
- The bank originated four loans totaling \$1.7 million to an organization providing rehabilitation of multifamily housing units in a low-income tract. Rents are offered are below the fair market rent for low-income households.

Non MA WI AA

CD lending had a neutral impact on the Lending Test conclusions for the Non MA WI AA. The bank did not make any qualifying loans in this area.

Product Innovation and Flexibility

Product innovation and flexibility had a positive impact on the lending test conclusions for the Wisconsin AAs. Listed below is a description of the flexible programs the bank offered in each full-scope AA during the evaluation period, including the number and dollars for each program.

Madison MD

- Freddie Mac – Affordable products include Home Possible 97% and HP 100% with a high loan-to-value to allow for affordable second mortgages; Community Gold which offers flexible underwriting guidelines for first time homebuyers; Bi-weekly mortgages which offer flexible repayment terms. Over this evaluation period, AMCORE has made 3 loans totaling approximately \$408 thousand in these programs.
- Wisconsin Housing and Economic Development Authority (WHEDA) – Programs include below market rates, and low or no down payment options. Over this evaluation period, AMCORE made 8 loans totaling approximately \$877 thousand in the Madison MD.
- USDA Rural Development – Programs include below market rates and low or no down payment options. Over this evaluation period, AMCORE made 19 loans totaling approximately \$2 million in the Madison MD.
- Federal Housing Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 6 loans totaling approximately \$868 thousand in this AA over the evaluation period.
- Veteran’s Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 3 loans totaling approximately \$442 thousand in the AA over this evaluation period.
- Small Business Administration (SBA) loans – These programs have flexible underwriting guidelines and lender guarantees. AMCORE specializes in the following SBA programs:
 - 7 (a) – loans can be used by small businesses for an array of opportunities with terms ranging from 7-25 years depending on the type of project
 - 504 – loans provide second mortgage financing to small businesses that are the primary users of their buildings
 - Low Doc – allows for flexibility of proceeds to be used for financing capital, fixed assets, real estate, change of ownership or debt refinancing
 - Express – features include longer terms, possible lower down payments, and working capital can be financed using a revolving line of credit

The bank was unable to provide the specific number and dollar of loans provided under these programs for this evaluation period.

Non MA WI AA

- Freddie Mac – Affordable products include Home Possible 97% and HP 100% with a high loan-to-value to allow for affordable second mortgages; Community Gold which offers flexible underwriting guidelines for first time homebuyers; Bi-weekly mortgages which offer flexible repayment terms. Over this evaluation period, AMCORE has made 1 loan totaling approximately \$60 thousand in these programs.

- Wisconsin Housing and Economic Development Authority (WHEDA) – Programs include below market rates, low or no down payment options. Over this evaluation period, AMCORE made 1 loan totaling approximately \$80 thousand in the AA.
- USDA Rural Development – Programs include below market rates and low or no down payment options. Over this evaluation period, AMCORE made 46 loans totaling approximately \$4 million in the AA.
- Federal Housing Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 8 loans totaling approximately \$724 thousand in this AA over the evaluation period.
- Veteran’s Administration – These programs offer underwriting flexibility and little to no down payment is required. AMCORE made 2 loans totaling approximately \$218 thousand in the AA over this evaluation period.
- Small Business Administration (SBA) loans – These programs have flexible underwriting guidelines and lender guarantees. AMCORE specializes in the following SBA programs:
 - 7 (a) – loans can be used by small businesses for an array of opportunities with terms ranging from 7-25 years depending on the type of project
 - 504 – loans provide second mortgage financing to small businesses that are the primary users of their buildings
 - Low Doc – allows for flexibility of proceeds to be used for financing capital, fixed assets, real estate, change of ownership or debt refinancing
 - Express – features include longer terms, possible lower down payments, and working capital can be financed using a revolving line of credit

The bank was unable to provide the specific number and dollar of loans provided under these programs for this evaluation period.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank’s performance under the Investment Test in Wisconsin is rated Low Satisfactory. Based on full-scope reviews, the bank’s performance in Madison MD is good. The bank’s performance in the Non MA WI AA is adequate.

Refer to Table 14 in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the bank’s level of qualified investments. To provide perspective regarding the relative level of qualified investments, we allocated a portion of the bank’s Tier One capital to each AA based on it’s pro-rata share of deposits.

Madison MD

AMCORE exhibited a good level of responsiveness to credit and community development needs.

The bank provided qualified investments within this AA through the purchase of securities, cash contributions and grants. Qualifying investments totaled approximately \$1.4 million. This

represents approximately 4 percent of the bank's allocated Tier One capital. Specific investments included:

- Nine CRA Qualified mortgage-backed securities (MBS) totaling \$998 thousand.
- \$91 thousand invested in CRA-qualified Small Business Investment Corporation (SBIC) funds. The fund's principal investment strategy is to invest in small businesses located in the bank's AA. The \$91 thousand is an allocation of a total current investment of \$1.2 million. The allocation is based on the percentage of deposits within an AA. The balance is allocated to the bank's other AAs in Illinois and Wisconsin.

Prior period investments (\$300 thousand) are the current amount remaining on the bank's records from investments made prior to this evaluation period.

Additionally, donations and grants were provided to organizations with a community development focus. AMCORE contributed to 14 different community development organizations totaling \$7 thousand during the evaluation period.

Non MA WI AA

AMCORE exhibited an adequate level of responsiveness to credit and community development needs in the Non MA WI AA.

The bank provided qualified investments within this AA through the purchase of securities, cash contributions and grants. Qualifying investments totaled approximately \$619 thousand. This represents approximately 2 percent of the bank's allocated Tier One capital. Specific investments included:

- \$82 thousand in 3 CRA-qualified Small Business Investment Corporation (SBIC) funds. The \$82 thousand is an allocation of a total investment of \$1.2 million. The allocation is based on the percentage of deposits within an AA.
- \$283 thousand invested in qualified mortgage-backed securities (MBS).

Prior period investments (\$254 thousand) are the current amount remaining on the bank's records from investments made prior to this evaluation period.

Additionally, donations and grants were provided to organizations with a community development focus. AMCORE contributed a total of \$250 to one community development organization during the evaluation period.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Investment Test in the Milwaukee MD is inconsistent with the bank's overall Low Satisfactory performance under the Investment Test in Wisconsin. The performance in the limited-scope area was stronger than the full-scope areas. Refer to Table 14 in the state of Wisconsin section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Service Test in Wisconsin is rated Low Satisfactory. Based on full-scope reviews, the bank's performance in the Madison MD is adequate. Based on full-scope reviews, the bank's performance in the Non MA WI AA is adequate.

Retail Banking Services

Refer to Table 15 in the state of Wisconsin section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Madison MD

AMCORE's distribution of delivery systems is reasonably accessible to geographies and individuals of different income levels in the Madison WI MA. Twelve of the bank's branch locations are in this AA. All of the bank's branches are full service facilities, offering traditional deposit and loan products and having similar hours of operation.

The hours of AMCORE's office locations do not negatively impact low- or moderate-income individuals. All office lobbies are open at 9:00am or earlier Monday through Saturday and close at 4:00pm or later Monday through Friday and 12:00pm or later on Saturday. One drive-up facility in Portage does not have Saturday hours. The Portage drive-up facility has a full service branch with its own drive-up facility located near by.

In 2004 the bank opened a full service branch in Madison in a middle-income geography. This change did not have a negative effect on low- or moderate-income individuals.

Alternative Delivery Systems

AMCORE offers various types of alternative delivery systems, which include automated teller machines (ATMs), telephone banking, and computer banking. The bank does not monitor the usage of these alternative delivery systems by low- and moderate-income individuals; therefore, significant weight was not placed on these delivery systems when drawing our CRA performance conclusions.

Distribution of AMCORE ATMs in the Madison MD is good. AMCORE operates nine deposit taking ATMs within the Madison MD. Three (25 percent) are in moderate-income geographies and six (75 percent) are in middle-income geographies. There are no AMCORE full-service ATMs in the AA's low-income geographies.

Non MA WI AA

AMCORE's distribution of delivery systems is accessible to essentially all portions of the institution's AA. Eight of the bank's office locations are in this AA. There are no low- or moderate-income geographies in this AA.

All but one of the bank's branches are full service facilities, offering traditional deposit and loan products and having relatively similar hours of operation. The Monroe drive-up branch is not a full service facility. The Monroe drive-up branch has a full service branch with its own drive-up facility located within three blocks.

The hours of AMCORE's office locations do not negatively impact low- or moderate-income individuals. All office lobbies are open at 9:00am or earlier Monday through Saturday and close at 4:30pm or later Monday through Friday and 12:00pm or later on Saturday. One branch located in a supermarket has Sunday hours of 9:00am to 1:00pm.

Over 95 percent of the population in this AA is middle-income. Branch openings or closings in this AA would not have a negative impact on low- or moderate-income geographies or individuals

Alternative Delivery Systems

AMCORE offers various types of alternative delivery systems, which include automated teller machines (ATMs), telephone banking, and computer banking. The bank does not monitor the usage of these alternative delivery systems by low- and moderate-income individuals; therefore, significant weight was not placed on these delivery systems when drawing our CRA performance conclusions.

Distribution of AMCORE ATMs in the Non MA WI AA is adequate. AMCORE operates three deposit taking ATMs within the AA. There are no low- or moderate-income geographies in the AA. There are three ATMs (100 percent) in the middle-income geographies and no ATMs in upper-income geographies.

Community Development Services

AMCORE's performance in providing CD services in its AAs is adequate. While the community development services provided are non-complex, they are responsive to the needs of the community. Examples of these services are:

Madison MD

- Several employees have presented First Time Home Buyers seminars for various organizations, providing financial expertise on home purchasing to low- and moderate-income individuals.
- Two employees provided financial expertise by supporting a 12-week financial literacy program for low- and moderate-income individuals.
- One employee served on the loan review committee of a local development organization, reviewing and approving or declining loan requests from small businesses.
- One employee serves as the founding Member of the Board of Directors and Treasurer of a house-building organization that serves low- and moderate-income individuals.

Non MA WI AA

- A bank employee provided financial literacy expertise for a small business development center. He presented an overview of accounting and how to apply for a SBA loan at three conferences targeted to small businesses.
- Several employees presented First Time Home Buyer Seminars for various organizations targeted to low- and moderate-income individuals.
- An employee serves as a member of the Board of Directors of the local Habitat for Humanity organization. He provides financial literacy programs for first time homebuyers.
- An employee serves as a Board Member of a local community development authority and provides financial direction toward enhancing economic opportunity as well as residential availability for low- to moderate-income individuals.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the Service Test in the Milwaukee MA is not inconsistent with the bank's overall Low Satisfactory performance under the Service Test in Wisconsin. Refer to Table 15 in the state of Wisconsin section of Appendix D for the facts and data that support these conclusions.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the metropolitan and non-metropolitan areas that received comprehensive examination review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

Time Period Reviewed	Lending Test (excludes CD Loans): (01/01/03 to 12/31/05) Investment Test and CD Loans: (09/08/03 to 10/02/06) Service Test: (1/1/04 to 8/31/06)	
Financial Institution		Products Reviewed
AMCORE Bank, National Association (AMCORE) Rockford, Illinois		Home mortgage loans; small loans to businesses; community development loans, investments and services
Affiliate(s)	Affiliate Relationship	Products Reviewed
None		
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Illinois: Rockford MD #40420 Non MA Chicago MD #16974 Lake County MD #29404 Wisconsin: Madison MA #31540 Non MA Milwaukee MA #33340	Full-Scope Full-Scope Limited Scope Limited Scope Full-Scope Full-Scope Limited Scope	None

Appendix B: Summary of State Ratings

RATINGS: AMCORE Bank, National Association				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State Rating
AMCORE Bank, N.A.	High Satisfactory	Low Satisfactory	High Satisfactory	Satisfactory
State:				
Illinois	High Satisfactory	Low Satisfactory	High Satisfactory	Satisfactory
Wisconsin	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory

(*) The Lending Test is weighted more heavily than the Investment and Service Tests in the overall rating.

Appendix C: Market Profiles for Full-Scope Areas

State of Illinois Full-Scope Areas

Rockford MD #40420

Demographic Information for Full-Scope Area: Rockford MD #40420						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	82	4.88	24.39	51.22	19.51	0.00
Population by Geography	320,204	3.72	19.51	55.62	21.15	0.00
Owner-Occupied Housing by Geography	87,139	1.40	14.80	59.49	24.30	0.00
Businesses by Geography	17,251	4.38	17.14	55.67	22.82	0.00
Farms by Geography	808	0.25	6.44	61.63	31.68	0.00
Family Distribution by Income Level	85,407	18.51	18.84	24.28	38.36	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	31,901	6.04	28.49	54.26	11.22	0.00
Median Family Income HUD Adjusted Median Family Income for 2005 Households Below Poverty Level	53,128 60,550 9%			Median Housing Value Unemployment Rate (2005 Bureau of Labor Statistics)	94,535 6.4%	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2000 U.S. Census and 2005 HUD updated MFI.

The Rockford AA consists of all of MD #40420, which includes Boone and Winnebago counties. The AA meets the requirements of the regulation and does not arbitrarily exclude low- or moderate-income geographies.

The Rockford MD is comprised of 82 geographies. Four of the geographies in this AA are low-income, 20 are moderate-income, 42 are middle-income, and 16 are upper-income geographies. The bank's main office and 12 branches are located in this AA.

The population of this AA was 320,204 based on 2000 census data. Four percent of the population lives in low-income geographies, 20 percent live in moderate-income geographies, 55 percent live in middle-income geographies, and 21 percent live in upper-income geographies.

The updated Housing and Urban Development (HUD) 2005 median family income for the Rockford MD is \$60,550. A breakdown of family income levels in the AA shows 18 percent as low-income (15,808 families), 19 percent moderate-income (16,093 families), 24 percent middle-income (20,741 families) and 38 percent upper-income (32,765 families). A low-income family has a maximum income of only \$30,275. In addition, a total of 11,009

households have incomes below the poverty level. This represents nine percent of the total households in the AA.

Of the 129,818 housing units in the AA, 87,139 (67 percent) are owner-occupied, 35,438 (27 percent) are rental-occupied and the remaining 7,241 (6 percent) are vacant. One percent of the owner-occupied units are located in the low-income geographies, 15 percent are located in moderate-income geographies, 60 percent are located in middle-income geographies, and 24 percent are located in upper-income geographies. The median housing value within the AA based on 2000 census data is \$94,535.

A majority of the businesses in the Rockford MD have 1-4 employees. Sixty-eight percent of the businesses in the AA report gross revenues of \$1 million or less. The primary industry in the AA is service oriented (39 percent), followed by retail trade (15 percent), construction (9 percent), finance, insurance, and real estate (8 percent), and manufacturing (7 percent). The unemployment rate in the Rockford MD as of December 31, 2005 was 6.4 percent. This is higher than both the national and state unemployment rates. The unemployment rate for the state of Illinois as of December 31, 2005 was 5.7 percent and the national unemployment rate in December 2005 was 5.1 percent.

There are numerous deposit-taking financial institutions both local and regional in the Rockford MD. There are also numerous lenders, besides depository institutions, that offer a wide variety of loan products. Therefore, competition for both deposits and loans is strong.

State of Illinois Full-Scope Areas

Non MA IL AA

Demographic Information for Full-Scope Area: Non MA IL AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	88	0.00	6.82	63.64	29.55	0.00
Population by Geography	343,738	0.00	5.06	61.88	33.06	0.00
Owner-Occupied Housing by Geography	99,949	0.00	4.16	61.73	34.11	0.00
Businesses by Geography	18,538	0.00	9.27	60.30	30.43	0.00
Farms by Geography	3,182	0.00	1.10	62.51	36.39	0.00
Family Distribution by Income Level	93,522	14.23	16.64	23.17	45.96	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	28,866	0.00	7.92	66.29	25.79	0.00
Median Family Income	43,531	Median Housing Value		86,421		
HUD Adjusted Median Family Income for 2005	49,550	Unemployment Rate (12/05 Bureau of Labor Statistics)		5.4%		
Households Below the Poverty Level	8%					

(*) The NA category consists of geographies that have not been assigned an income classification.
 Source: 2000 U.S. Census, and 2005 HUD updated MFI.

The Non MA IL AA consists of portions of Bureau, LaSalle, Lee, Ogle, Stephenson, and Whiteside counties. The AA meets the requirements of the regulation and does not arbitrarily exclude low- or moderate-income geographies.

The Non MA area is comprised of 88 geographies. None of the geographies in this AA are low-income, six are moderate-income, 56 are middle-income, and 26 are upper-income geographies. The bank has 14 branches located in this AA.

The population of this AA was 343,738 based on 2000 census data. Five percent live in moderate-income geographies, 62 percent live in middle-income geographies, and 33 percent live in upper-income geographies.

The updated Housing and Urban Development (HUD) 2005 median family income for the Non MA area is \$49,550. A breakdown of family income levels in the AA shows 14 percent as low-income (13,308 families), 17 percent moderate-income (15,558 families), 23 percent middle-income (21,672 families) and 46 percent upper-income (42,984 families). A low-income family has a maximum income of only \$24,775. In addition, a total of 10,923 households have incomes below the poverty level. This represents 8 percent of the total households in the AA.

Of the 143,237 housing units in the AA, 99,949 (70 percent) are owner-occupied, 33,650 (23 percent) are rental-occupied and the remaining 9,638 (7 percent) are vacant. Four percent of the owner-occupied units are located in the moderate-income geographies, 62 percent are

located in middle-income geographies, and 34 percent are located in upper-income geographies. The median housing value within the AA based on 2000 census data is \$86,421.

A majority of the businesses in the Non MA AA have 1-4 employees. Seventy percent of the businesses in the AA report gross revenues of \$1 million or less. The primary industry in the AA is service oriented (31 percent), followed by retail trade (15 percent), agriculture (14 percent), finance, insurance, and real estate (8 percent), and construction (8 percent). The average unemployment rate in the Non MA AA as of December 2005 was 5.4 percent. This is lower than the state unemployment rate for December 2005. The rate for the state of Illinois as of December 2005 was 5.7 percent. However, the AA unemployment rate was higher than the national rate as of December 2005 of 5.1 percent.

There are numerous deposit-taking financial institutions both local and regional in the Non MA area. There are also numerous lenders, besides depository institutions, that offer a wide variety of loan products. Therefore, competition for both deposits and loans is strong.

State of Wisconsin Full-Scope Areas

Non MA WI AA

Demographic Information for Full-Scope Area: Non MA WI AA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	24	0.00	0.00	95.83	4.17	0.00
Population by Geography	105,009	0.00	0.00	95.55	4.45	0.00
Owner-Occupied Housing by Geography	30,419	0.00	0.00	95.31	4.69	0.00
Businesses by Geography	7,383	0.00	0.00	96.82	3.18	0.00
Farms by Geography	1,574	0.00	0.00	93.65	6.35	0.00
Family Distribution by Income Level	28,533	14.20	18.41	27.44	39.95	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	9,305	0.00	0.00	96.55	3.45	0.00
Median Family Income	46,680	Median Housing Value		102,887		
HUD Adjusted Median Family Income for 2005	53,600	Unemployment Rate (12/05		4.3%		
Households Below Poverty Level	7%	Bureau of Labor Statistics)				

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2000 U.S. Census, and 2005 HUD updated MFI.

The Non MA WI AA consists of portions of Green, Lafayette, and Sauk counties. The AA meets the requirements of the regulation and does not arbitrarily exclude low- or moderate-income geographies.

The AA is comprised of 24 census tracts. There are no low- or moderate-income geographies in this area. Twenty-three of the geographies are middle-income, and 1 is an upper-income geography. The bank has 8 branches located in this AA.

The population of this AA was 105,009, based on 2000 census data. Ninety-six percent live in middle-income geographies, and four percent live in upper-income geographies.

The updated Housing and Urban Development (HUD) 2005 median family income for the Non MA AA is \$53,600. A breakdown of family income levels in the AA shows 14 percent as low-income (4,052 families), 18 percent moderate-income (5,253 families), 27 percent middle-income (7,830 families) and 40 percent upper-income (11,398 families). A low-income family has a maximum income of only \$26,800. In addition, 2,944 households have incomes below the poverty level. This represents seven percent of the total households in the AA.

Of the 44,849 housing units in the AA, 30,419 (68 percent) are owner-occupied, 10,648 (24 percent) are rental-occupied and the remaining 3,782 (8 percent) are vacant. Ninety-five percent of the owner-occupied units are located in middle-income geographies, and five percent are located in upper-income geographies. The median housing value within the AA based on 2000 census data is \$102,887.

A majority of the businesses in the Non MA AA have 1-4 employees. Seventy percent of the businesses in the AA report gross revenues of \$1 million or less. The primary industry in the AA is service oriented (28 percent), followed by agriculture (18 percent), retail trade (15 percent), and construction (8 percent). The unemployment rate in the Non MA AA as of December 2005 was 4.3 percent. This is lower than both the state and national unemployment rates for December 2005. The unemployment rate for the state of Wisconsin was 4.7 percent and the national rate was 5.1 percent.

There are numerous deposit-taking financial institutions both local and regional in the Non MA AA. There are also numerous lenders, besides depository institutions, that offer a wide variety of loan products. Therefore, competition for both deposits and loans is strong.

State of Wisconsin Full-Scope Areas

Madison, WI MD #31540

Demographic Information for Full-Scope Area: Madison MD #31540						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	104	4.81	15.38	60.58	17.31	1.92
Population by Geography	475,009	6.81	15.38	60.59	17.23	0.00
Owner-Occupied Housing by Geography	114,050	0.62	13.33	65.61	20.45	0.00
Businesses by Geography	30,016	4.03	14.84	62.44	18.68	0.00
Farms by Geography	1,797	0.61	6.01	76.07	17.31	0.00
Family Distribution by Income Level	114,689	15.55	18.93	28.45	37.07	0.00
Distribution of Low- and Moderate-Income Families throughout AA Geographies	39,547	4.95	22.23	61.95	10.87	0.00
Median Family Income	61,050	Median Housing Value		149,072		
HUD Adjusted Median Family Income for 2005	70,650	Unemployment Rate (12/05		3.3%		
Households Below Poverty Level	9%	Bureau of Labor Statistics)				

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2000 U.S. Census, and 2005 HUD updated MFI.

The Madison, WI AA consists of all of the Madison MD #31540, which includes Columbia, Dane and Iowa counties. The AA meets the requirements of the regulation and does not arbitrarily exclude low- or moderate-income geographies.

The AA is comprised of 104 census tracts. Five of the geographies in this AA are low-income, 16 are moderate-income, 63 are middle-income, and 18 are upper-income geographies. The AA also includes 2 geographies where income is not applicable. The bank has 12 branches located in this AA.

The population of this AA was 475,009, based on 2000 census data. Five percent of the population lives in low-income geographies, 15 percent live in moderate-income geographies, 61 percent live in middle-income geographies, and 17 percent live in upper-income geographies.

The updated Housing and Urban Development (HUD) 2005 median family income for the Madison MA is \$70,650. A breakdown of family income levels in the AA shows 16 percent as low-income (17,832 families), 19 percent moderate-income (21,715 families), 28 percent middle-income (32,626 families) and 37 percent upper-income (42,516 families). A low-income family has a maximum income of only \$35,325. In addition, 17,113 households have incomes below the poverty level. This represents nine percent of the total households in the AA.

Of the 201,559 housing units in the AA, 114,050 (57 percent) are owner-occupied, 78,448 (39 percent) are rental-occupied and the remaining 9,061 (five percent) are vacant. One percent of

the owner-occupied units are located in low-income geographies, 13 percent are located in moderate-income geographies, 65 percent are located in middle-income geographies, and 21 percent are located in upper-income geographies. The median housing value within the AA based on 2000 census data is \$149,072.

A majority of the businesses in the Madison MA have 1-4 employees. Sixty-four percent of the businesses in the AA report gross revenues of \$1 million or less. The primary industry in the AA is service oriented (37 percent), followed by retail trade (14 percent), agriculture (15 percent), and construction (9 percent). The unemployment rate in the Madison MA as of December 2005 was 3.3 percent. This is lower than both the state and national unemployment rates for December 2005. The unemployment rate for the state of Wisconsin was 4.7 percent and the national rate was 5.1 percent.

There are numerous deposit-taking financial institutions both local and regional in the Madison MA. There are also numerous lenders, besides depository institutions, that offer a wide variety of loan products. Therefore, competition for both deposits and loans is strong.

Appendix D: Tables of Performance Data

Content of Standardized Tables

References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Examination). For purposes of reviewing the lending test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Tables without data are not included in this PE.

The following is a listing and brief description of the tables:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. Refer to Interagency Q&As __.12(i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. When such loans exist, insert a line item in the MA/Assessment Area column and record the corresponding numbers and amounts in the “Community Development Loans” column with the appropriate caption, such as: “Statewide/Regional,” “Statewide/Regional with potential benefit to one or more AAs” or “Out of Assessment Area.” “Out of Assessment Area” is used ONLY if the bank has otherwise adequately met the CD lending needs of its assessment area.
- Table 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.
- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.

- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 10. Borrower Distribution of Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.

Table 12. Borrower Distribution of Small Loans to Farms - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

Table 13. Geographic and Borrower Distribution of Consumer Loans (OPTIONAL) - For geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage of households by income level in each MA/assessment area.

Table 14. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As __.12(i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments. When such investments exist, insert a line item in the MA/Assessment Area column and record the corresponding numbers and amounts in the "Qualified Investments" column with the appropriate caption, such as: "Statewide/Regional," "Statewide/Regional with potential benefit to one or more AAs" or "Out of Assessment Area." "Out of the Assessment Area" is used ONLY if the bank has otherwise adequately met the qualified investment needs of its assessment area.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings - Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Tables of Performance Data

State of Illinois

Table 1. Lending Volume

LENDING VOLUME		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area (2005):	% of Rated Area Loans (#) in MA/AA	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
40420 Rockford	45.16	3,028	293,541	974	168,553	19	2,159	39	26,068	4,060	490,321	50.67
Non MA IL AA	35.44	1,951	150,623	570	86,256	635	61,897	1	6,074	3,157	304,850	16.50
Limited Review:												
16974 Chicago	18.49	1,094	177,049	549	129,988	3	295	1	775	1,647	308,107	18.00
29404 Lake County	0.91	33	13,676	48	9,307	0	0	0	0	81	22,983	2.67

* Loan Data as of December 31, 2005. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from September 9, 2003 to October 2, 2006.

*** Deposit Data as of June 30, 2006. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005									
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography					
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp	
Full Review:																
40420 Rockford	1,619	56.43	1.40	1.24	14.80	10.19	59.49	53.37	24.30	35.21	7.82	3.55	5.73	7.10	11.09	
Non MA IL AA	777	27.08	0.00	0.00	4.16	4.12	61.73	59.85	34.11	36.04	7.25	0.00	7.34	7.92	6.28	
Limited Review:																
16974 Chicago	457	15.93	0.00	0.00	2.21	1.97	40.67	54.92	57.12	43.11	0.23	0.00	0.07	0.31	0.18	
29404 Lake County	16	0.56	0.00	0.00	5.39	0.00	17.61	25.00	76.99	75.00	0.10	0.00	0.00	0.19	0.09	

* Based on 2004 Peer Mortgage Data (Western).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing (Property type of 1 or 2).

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2005		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31,							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	407	46.36	1.40	0.74	14.80	19.66	59.49	59.71	24.30	19.90	17.76	7.14	26.26	16.58	15.68
Non MA IL AA	351	39.98	0.00	0.00	4.16	8.83	61.73	64.39	34.11	26.78	22.80	0.00	48.57	23.51	18.25
Limited Review:															
16974 Chicago	116	13.21	0.00	0.00	2.21	8.62	40.67	61.21	57.12	30.17	0.75	0.00	1.31	1.19	0.36
29404 Lake County	4	0.46	0.00	0.00	5.39	0.00	17.61	0.00	76.99	100.00	0.29	0.00	0.00	0.00	0.39

* Based on 2004 Peer Mortgage Data (Western).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing (Property type of 1 or 2).

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	968	42.12	1.40	0.93	14.80	9.40	59.49	58.88	24.30	30.79	5.31	1.44	4.15	4.95	7.03
Non MA IL AA	809	35.20	0.00	0.00	4.16	4.70	61.73	60.07	34.11	35.23	7.12	0.00	9.23	7.94	5.90
Limited Review:															
16974 Chicago	508	22.11	0.00	0.00	2.21	3.74	40.67	52.95	57.12	43.31	0.19	0.00	0.22	0.25	0.15
29404 Lake County	13	0.57	0.00	0.00	5.39	0.00	17.61	7.69	76.99	92.31	0.06	0.00	0.00	0.03	0.07

* Based on 2004 Peer Mortgage Data (Western).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing (Property type of 1 or 2).

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	34	55.74	10.01	2.94	25.92	32.35	53.34	64.71	10.74	0.00	28.36	33.33	38.46	27.66	0.00
Non MA IL AA	14	22.95	0.00	0.00	12.24	7.14	58.86	57.14	28.90	35.71	28.57	0.00	100.00	22.22	31.25
Limited Review:															
16974 Chicago	13	21.31	0.00	0.00	4.67	7.69	56.38	76.92	38.95	15.38	0.76	0.00	1.56	0.51	1.00
29404 Lake County	0	0.00	0.00	0.00	15.61	0.00	44.27	0.00	40.13	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2004 Peer Mortgage Data (Western).

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005								
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% of Business***	% BANK Loans	% of Business***	% BANK Loans	% of Business***	% BANK Loans	% of Business***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	974	45.49	4.38	4.72	17.14	23.82	55.67	54.21	22.82	17.25	6.62	12.02	11.69	6.05	4.93
Non MA IL AA	570	26.62	0.00	0.00	9.27	7.89	60.30	60.35	30.43	31.75	4.88	0.00	5.20	5.30	4.66
Limited Review:															
16974 Chicago	549	25.64	0.00	0.00	3.29	4.92	40.29	44.08	56.42	51.00	0.23	0.07	0.23	0.25	0.23
29404 Lake County	48	2.24	0.00	0.00	5.26	4.17	17.87	25.00	76.87	70.83	0.23	0.60	0.12	0.27	0.23

* Based on 2005 Peer Small Business Data -- US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005									
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% of Farms**	% BANK Loans	% of Farms* **	% BANK Loans	% of Farms* **	% BANK Loans	% of Farms* **	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	19	2.89	0.25	0.00	6.44	0.00	61.63	31.58	31.68	68.42	7.50	0.00	0.00	4.88	13.24
Non MA IL AA	635	96.65	0.00	0.00	1.10	1.73	62.51	65.51	36.39	32.76	24.39	0.00	40.00	25.70	22.22
Limited Review:															
16974 Chicago	3	0.46	0.00	0.00	1.99	0.00	44.26	100.00	53.75	0.00	0.24	0.00	0.00	0.22	0.32
29404 Lake County	0	0.00	0.00	0.00	7.76	0.00	16.47	0.00	75.76	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2005 Peer Small Business Data -- US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families***	% BANK Loans***	% Families***	% BANK Loans**	% Families***	% BANK Loans****	% Families**	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	1,619	56.43	18.51	13.78	18.84	25.62	24.28	26.82	38.36	33.78	8.55	8.87	7.75	8.38	9.42
Non MA IL AA	777	27.08	14.23	7.29	16.64	21.88	23.17	30.24	45.96	40.58	8.06	7.98	7.90	8.26	8.05
Limited Review:															
16974 Chicago	457	15.93	10.90	5.58	14.35	27.46	23.01	27.68	51.73	39.29	0.27	0.24	0.32	0.24	0.26
29404 Lake County	16	0.56	10.13	0.00	12.14	15.38	19.14	15.38	58.58	69.23	0.13	0.00	0.07	0.05	0.19

* Based on 2004 Peer Mortgage Data (Western).

** As a percentage of loans with borrower income information available. No information was available for 5.5% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families***	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	407	46.36	18.51	16.03	18.84	26.21	24.28	28.75	38.36	29.01	17.95	21.74	22.60	16.11	14.24
Non MA IL AA	351	39.98	14.23	10.23	16.64	20.47	23.17	30.99	45.96	38.30	23.57	23.08	26.58	23.25	22.26
Limited Review:															
16974 Chicago	116	13.21	10.90	8.93	14.35	18.75	23.01	33.04	51.73	39.29	0.79	0.49	0.79	0.83	0.80
29404 Lake County	4	0.46	10.13	0.00	12.14	25.00	19.14	0.00	58.58	75.00	0.31	0.00	1.25	0.00	0.28

* Based on 2004 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 3.1% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005								
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families***	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans**	Overa ll	Low	Mod	Mid	Upp
Full Review:															
40420 Rockford	968	42.12	18.51	13.15	18.84	22.50	24.28	29.35	38.36	35.00	6.38	7.81	5.29	5.76	7.38
Non MA IL AA	809	35.20	14.23	8.26	16.64	19.31	23.17	26.18	45.96	46.25	8.34	11.99	9.00	7.88	7.86
Limited Review:															
16974 Chicago	508	22.11	10.90	7.01	14.35	23.09	23.01	31.34	51.73	38.56	0.22	0.31	0.28	0.24	0.18
29404 Lake County	13	0.57	10.13	0.00	12.14	0.00	19.14	10.00	58.58	90.00	0.06	0.00	0.00	0.00	0.10

* Based on 2004 Peer Mortgage Data (Western).

** As a percentage of loans with borrower income information available. No information was available for 4.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Geography: ILLINOIS			Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005	
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share	
	#	% of Total**	% of Businesses***	% BANK****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
40420 Rockford	974	45.49	67.11	51.85	57.91	20.43	21.66	6.62	8.68
Non MA IL AA	570	26.62	65.33	61.40	62.81	16.49	20.70	4.88	6.05
Limited Review:									
16974 Chicago	549	25.64	63.70	52.09	48.82	20.22	30.97	0.23	0.28
29404 Lake County	48	2.24	64.27	64.58	50.00	27.08	22.92	0.23	0.33

* Based on 2005 Peer Small Business Data -- US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2005).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.00% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS				Geography: ILLINOIS		Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005			
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
40420 Rockford	19	2.89	92.57	100.00	57.89	42.11	0.00	7.50	8.38
99999 IL AA	635	96.65	96.48	88.98	69.29	24.57	6.14	24.39	24.77
Limited Review:									
16974 Chicago (2005)	3	0.46	84.43	100.00	33.33	66.67	0.00	0.24	0.28
29404 Lake County (2005)	0	0.00	81.88	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2005).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: ILLINOIS				Evaluation Period: SEPTEMBER 9, 2003 TO OCTOBER 2, 2006			
MA/Assessment Area:	Prior Period Investments		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
40420 Rockford	2	117	33	3,115	35	3,232	28.92	0	0
Non MA IL AA	4	2,110	12	1,038	16	3,058	27.36	0	0
Limited Review:									
16974 Chicago	1	27	11	3,495	12	3,523	31.52	0	0
29404 Lake County	1	4	2	1,360	2	1,363	12.20	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS Geography: ILLINOIS Evaluation Period: JANUARY 1, 2004 TO AUGUST 30, 2006																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
40420 Rockford	50.67	14	25.03	14.29	14.29	57.14	14.29	1	0	0	0	+1	0	3.72	19.51	55.62	21.15
Non MA IL AA	16.50	15	27.78	0.00	0.00	73.33	26.67	2	3	0	0	-1	0	0.00	5.06	61.88	33.06
Limited Review:																	
16974 Chicago	18.00	21	38.89	0.00	9.52	42.85	47.62	11	3	0	+2	+2	+4	0.00	3.79	43.00	53.19
29404 Lake County	2.67	4	7.41	0.00	0.00	25.00	75.00	3	1	0	0	0	+2	0.00	7.37	19.51	73.12

Distribution of Branch and ATM Delivery System

Distribution of Branch and ATM Delivery System				Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO AUGUST 30, 2006									
MA/Assessment Area:	Deposits	Branches						ATMs				Population					
	% of Total Bank Deposits	# of Bank Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				#of Bank ATMs	% of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
40420 Rockford	50.67	14	25.93	14.29	14.29	57.14	14.29	15	34.09	0	3	10	2	3.72	19.51	55.62	21.15
Non MA IL AA	16.50	15	27.78	0	0	73.33	26.67	18	40.91	0	0	13	5	0.00	5.06	61.88	33.06
Limited Review:																	
16974 Chicago	18.00	21	38.89	0	9.52	42.85	47.62	10	22.73	0	0	6	4	0.00	3.79	43.00	53.19
29404 Lake County	2.67	4	7.41	0	0	25.00	75.00	1	2.27	0	0	0	1	0.00	7.37	19.51	73.12

Tables of Performance Data

State of Wisconsin

Table 1. Lending Volume

LENDING VOLUME		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area (2005):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
31540 Madison	49.19	1,014	176,222	474	74,382	116	9,750	15	9,207	1,619	269,561	7.54
Non MA WI AA	50.26	1,028	115,379	332	40,925	279	17,642	0	0	1,639	173,946	6.74
Limited Review:												
33340 Milwaukee	0.55	11	2,365	7	1,575	0	0	1	2,000	19	5,940	0.54

* Loan Data as of December 31, 2005. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from September 9, 2003 to October 2, 2006.

*** Deposit Data as of June 30, 2006. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005								
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overa ll	Low	Mod	Mid	Upp
Full Review:															
31540 Madison	444	51.75	0.62	0.68	13.33	13.74	65.61	69.14	20.45	16.44	1.55	1.12	1.85	1.72	0.97
Non MA WI AA	407	47.44	0.00	0.00	0.00	0.00	95.31	96.31	4.69	3.69	10.08	0.00	0.00	10.67	3.53
Limited Review:															
33340 Milwaukee	7	0.82	0.00	0.00	0.00	0.00	39.15	57.14	60.85	42.86	0.14	0.00	0.00	0.17	0.11

* Based on 2004 Peer Mortgage Data (Western).

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing.(Property type of 1 or 2).

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005						
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
Full Review:															
31540 Madison	111	44.22	0.62	0.00	13.33	21.62	65.61	74.77	20.45	3.60	2.08	0.00	3.07	2.22	0.69
Non MA WI AA	140	55.78	0.00	0.00	0.00	0.00	95.31	96.43	4.69	3.57	14.70	0.00	0.00	14.83	13.16
Limited Review:															
33340 Milwaukee	0	0.00	0.00	0.00	0.00	0.00	39.15	0.00	60.85	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2004 Peer Mortgage Data (Western).

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing (Property type of 1 or 2).

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE				Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
31540 Madison	423	46.79	0.62	0.24	13.33	15.37	65.61	76.60	20.45	7.80	1.02	0.00	1.21	1.22	0.37
Non MA WI AA	477	52.77	0.00	0.00	0.00	0.00	95.31	95.81	4.69	4.19	6.69	0.00	0.00	6.90	4.12
Limited Review:															
33340 Milwaukee	4	0.44	0.00	0.00	0.00	0.00	39.15	25.00	60.85	75.00	0.04	0.00	0.00	0.04	0.03

* Based on 2004 Peer Mortgage Data (Western).

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing.(Property type of 1 or 2).

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005								
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography					
	#	% of Total**	% of MF Units***	% BANK Loans****	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Overall	Low	Mod	Mid
Full Review:																
31540 Madison	36	90.00	15.62	19.44	20.53	27.78	48.60	30.56	15.25	22.22	7.09	16.67	7.46	4.07	4.55	
Non MA WI AA	4	10.00	0.00	0.00	0.00	0.00	98.31	100.00	1.69	0.00	5.56	0.00	0.00	6.67	0.00	
Limited Review:																
33340 Milwaukee	0	0.00	0.00	0.00	0.00	0.00	73.05	0.00	26.95	0.00	0.00	0.00	0.00	0.00	0.00	

* Based on 2004 Peer Mortgage Data (Western).

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005								
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Business***	% BANK Loans	% of Business***	% BANK Loans	% of Business***	% BANK Loans	% of Business***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
31540 Madison	474	58.30	4.03	0.42	14.84	19.20	62.44	65.40	18.68	14.98	1.95	0.29	2.14	2.23	1.43
Non MA WI AA	332	40.84	0.00	0.00	0.00	0.00	96.82	97.29	3.18	2.71	6.37	0.00	0.00	6.66	7.14
Limited Review:															
33340 Milwaukee	7	0.86	0.00	0.00	0.00	0.00	41.34	14.29	56.69	85.71	0.13	0.25	0.08	0.13	0.12

* Based on 2005 Peer Small Business Data -- US and PR.

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN					Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005								
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography				
	#	% of Total**	% of Farms* **	% BANK Loans	% of Farms* **	% BANK Loans	% of Farms* **	% BANK Loans	% of Farms* **	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
31540 Madison	116	29.37	0.61	0.00	6.01	0.00	76.07	93.10	17.31	6.90	12.66	0.00	0.00	16.77	3.03
Non MA WI AA	279	70.63	0.00	0.00	0.00	0.00	93.65	86.74	6.35	13.26	19.40	0.00	0.00	18.25	38.30
Limited Review:															
33340 Milwaukee	0	0.00	0.00	0.00	0.00	0.00	34.11	0.00	63.57	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2005 Peer Small Business Data -- US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans**	% Families***	% BANK Loans****	% Families**	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
31540 Madison	444	51.75	15.55	8.49	18.93	23.58	28.45	31.84	37.07	36.08	1.69	1.98	1.39	1.73	1.78
Non MA WI AA	407	47.44	14.20	6.52	18.41	18.55	27.44	33.08	39.95	41.85	11.67	12.24	13.21	12.77	10.20
Limited Review:															
33340 Milwaukee	7	0.82	8.26	0.00	13.77	42.86	22.21	0.00	55.77	57.14	0.16	0.00	0.38	0.00	0.19

* Based on 2004 Peer Mortgage Data (Western).

** As a percentage of loans with borrower income information available. No information was available for 3.3% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005									
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share				
	#	% of Total**	% Families***	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans****	% Families**	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
31540 Madison	111	44.22	15.55	15.89	18.93	17.76	28.45	40.19	37.07	26.17	2.03	3.96	1.29	2.97	1.09
Non MA WI AA	140	55.78	14.20	4.38	18.41	17.52	27.44	35.04	39.95	43.07	15.23	9.38	19.12	18.99	11.79
Limited Review:															
33340 Milwaukee	0	0.00	8.26	0.00	13.77	0.00	22.21	0.00	55.77	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2004 Peer Mortgage Data (Western).

** As a percentage of loans with borrower income information available. No information was available for 2.8% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005									
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share					
	#	% of Total**	% Families***	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans****	% Families* **	% BANK Loans**	Overa ll	Low	Mod	Mid	Upp	
Full Review:																
31540 Madison	423	46.79	15.55	12.16	18.93	23.33	28.45	33.50	37.07	31.02	1.11	1.80	1.10	1.21	0.89	
Non MA WI AA	477	52.77	14.20	8.41	18.41	17.67	27.44	29.31	39.95	44.61	7.79	9.95	7.30	6.98	8.28	
Limited Review:																
33340 Milwaukee	4	0.44	8.26	0.00	13.77	0.00	22.21	66.67	55.77	33.33	0.02	0.00	0.00	0.00	0.04	

* Based on 2004 Peer Mortgage Data (Western).

** As a percentage of loans with borrower income information available. No information was available for 3.8% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share [*]	
	#	% of Total ^{**}	% of Businesses ^{***}	% BANK ^{****} Loans	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
31540 Madison	474	58.30	62.88	56.96	60.34	20.04	19.62	1.95	2.24
Non MA WI AA	332	40.84	64.70	72.29	70.78	15.06	14.16	6.37	8.89
Limited Review:									
33340 Milwaukee	7	0.86	60.28	28.57	57.14	14.29	28.57	0.13	0.23

^{*} Based on 2005 Peer Small Business Data -- US and PR.

^{**} Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

^{***} Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2005).

^{****} Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.00% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
31540 Madison	116	29.37	92.65	96.55	74.14	18.10	7.76	12.66	14.63
Non MA WI AA	279	70.63	96.51	99.28	81.00	15.77	3.23	19.40	21.88
Limited Review:									
33340 Milwaukee	0	0.00	86.05	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2005 Peer Small Business Data -- US and PR.

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2005).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 0.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS									
Geography: WISCONSIN					Evaluation Period: SEPTEMBER 9, 2003 TO OCTOBER 2, 2006				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
31540 Madison	4	300	17	1,097	21	1,397	64.95	0	0
Non MA WI AA	3	254	4	365	7	619	28.78	0	0
Limited Review:									
33340 Milwaukee	3	4	2	131	5	135	6.27	0	0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS Geography: WISCONSIN Evaluation Period: JANUARY 1, 2004 TO AUGUST 30, 2006																		
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population				
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography				
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp	
Full Review:																		
31540 Madison	49.19	12	55.00	0.00	33.33	58.33	8.33	1	0	0	0	+1	0	6.81	15.38	60.59	17.23	
Non MA WI AA	50.26	8	36.00	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	0.00	95.55	4.45	
Limited Review:																		
33340 Milwaukee	0.55	2	9.00	0.00	0.00	50.00	50.00	1	0	0	0	+1	0	0.00	0.00	43.97	55.77	

Distribution of Branch and ATM Delivery System

Distribution of Branch and ATM Delivery System				Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO AUGUST 30, 2006									
MA/Assessment Area:	Deposits	Branches						ATMs				Population					
	% of Total Bank Deposits	# of Bank Branches	% of Total Bank Branches	Location of Branches by Income of Geographies (%)				#of Bank ATMs	% of Total Bank ATMs	Location of ATMs by Income of Geographies				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
31540 Madison	49.19	12	55.00	0	33.33	58.33	8.33	9	75.00	0	3	6	0	6.81	15.38	60.59	17.23
Non MA WI AA	50.26	8	36.00	0	0	100.00	0	3	25.00	0	0	3	0	0.00	0.00	95.55	4.45
Limited Review:																	
33340 Milwaukee	0.55	2	9.00	0	0	50.00	50.00	0	0.00	0	0	0	0	0.00	0.00	43.97	55.77